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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

ORB CARDS, LLC

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ARTICLES OF ORGANIZATION OF
ORBICARDS, LLC
A FLORIDA LIMITED LIABILITY COMPANY

The undersigned desiring to form a Limited Liability Company under and pursuant to Section 608.404 of the Limited Liability Act, pursuant to Chapter 608 of the Florida Statutes, of the State of Florida, do hereby certify as follows:

FIRST: The name of said limited liability company shall be ORBICARDS, LLC, and the mailing address and the street address of the principal office of the limited liability company shall be 1304 SW 160th Avenue, Suite 300, Weston, Florida 33326.

SECOND: ORBICARDS, LLC shall have a perpetual duration from the date of filing of these Articles of Organization.

THIRD: The purpose for which, ORBICARDS, LLC is formed is:

- (A) to engage in the distribution, sale, and commercialization of phone cards;
- (B) to transact any and all lawful acts or activities for which limited liability companies may be formed under Chapter 608 of the Statutes of the State of Florida.

FOURTH: The maximum number of ownership units which, ORBICARDS LLC, is authorized to have outstanding is one hundred (100), all of which shall be identical units, and each of which shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one (1) is the numerator and the total units outstanding is the denominator.

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FIFTH: The limited liability company shall be manager-managed and will one (1) Manager:

Name: CESAR LOGREIRA.

Address: 1304 SW 160th Avenue, Suite 300, Weston, Florida 33326.

SIXTH: The name and mailing address of the company's registered agent is OSCAR GRISALES-RACINI, whose mailing address is 12550 Biscayne Blvd., Suite 405, North Miami, Florida 33181.

SEVENTH: The initial Directors of the Limited Liability Company will be:

President/Treasurer: Cesar Logreira

Vice-President/Secretary: Johanna Bermudez

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JUL 31 2003
WESTON, FLORIDA

IN WITNESS WHEREOF, I have hereunto subscribed my name this 30th day of July, 2003.

X 
By: CESAR LOGREIRA, Manager

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Designation and Acceptance of Registered Agent

Pursuant to the provisions of Florida Statutes, the undersigned limited liability Company organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the limited liability Company is ORBICARDS, LLC.
2. The name of the registered agent is OSCAR GRISALES-RACINI.
3. The address of the registered agent/registered office is 12550 Biscayne Blvd., Suite 405, North Miami, Florida 33181.

Acceptance

Having been named as registered agent and designated to accept service of process for the above limited liability company, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



By: OSCAR GRISALES RACINI, ESQ.

Date: July 30, 2003