Division of Corporations



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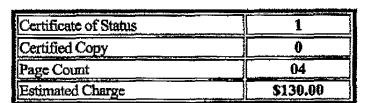
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053 Phone : (305)672-0686

Fax Number : (305) 672-9110

LIMITED LIABILITY COMPANY

Bergil Holdings, LLC



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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is: Bergil Holdings, LLC

Article II. Address

The Company's street and mailing address is: Bergil Holdings, LLC 1835 Main Street Suite 101

Weston FL 33326

Article III. Registered Agent

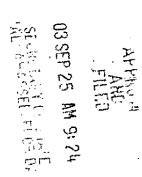
The name and street address of the Company's registered agent is:

Joaquin R. Urquiola Goldstein Schechter Price Lucas Horwitz & Co., P.A. 2121 Ponce De Leon Boulevard, Suite 1100 Coral Gables FL 33134

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Corporate Creations International Inc. 941 Fourth Street Miami Beach FL 33139 (561) 694-8107



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Article V. Management

This will be a manager-managed company. The name and address of each manager is:

BERNARDO MARTIN 1835 Main Street Suite 101 Weston FL 33326

Article VI. Company Existence

The Company's existence shall begin effective as of September 25, 2003.

The undersigned authorized representative of a member executed these Articles of Organization on September 25, 2003.

CORPORATE CREATIONS INTERNATIONAL INC.

Kara Rosa Vice President by D. Stoutt as attorney-in-fact

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Bergil Holdings, LLC

REGISTERED AGENT/OFFICE:

Joaquin R. Urquiola Goldstein Schechter Price Lucas Horwitz & Co., P.A. 2121 Ponce De Leon Boulevard, Suite 1100 Coral Gables FL 33134

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

JOAQUIN R. URQUIOLA by D. Stoutt as attorney-in-fact

Date: September 25, 2003

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