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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

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DIVISION OF CORPORATIONS
FLORIDA

LIMITED LIABILITY COMPANY

PAX CLUB, LLC.

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10-21-03

**Articles of Organization
of
PAX CLUB, LLC,
a Florida Limited Liability Company**

ARTICLE I

The name of the Limited Liability Company is: **PAX CLUB, LLC** ("Company").

ARTICLE II

The street address and mailing address of the principal office of the Company is
19048 N.E. 29th Street, Aventura, Florida 33180.

ARTICLE III

The name and Florida address of the Company's Registered Agent is:

Jacqueline del Cristo Minges, Esq.
c/o de la O & Marko
3001 S.W. Third Avenue
Miami, Florida 33129

ARTICLE IV

The Company shall be managed by its manager(s). The name and address of the Company's initial manager is:

Hossam Antar
19048 N.E. 29th Street
Aventura, Florida 33180

ARTICLE V

The Company's existence shall be perpetual.

ARTICLE VI

The manager(s) and the member(s) shall not be personally liable for the debts, obligations, or liabilities of the Company.

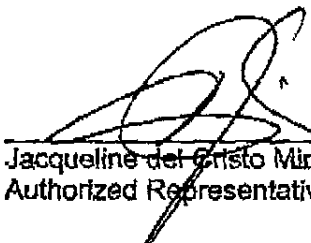
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ARTICLE
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ARTICLE VII

Pursuant to F.S. 608.4235, no member of the Company shall be an agent of the Company solely by virtue of being a member.

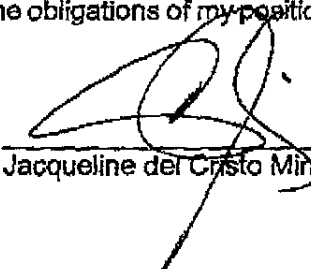
IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization this 20th day of October, 2003. In accordance with F.S. 608.408(3), the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated therein are true.



Jacqueline del Cristo Mingos, Esq.
Authorized Representative of Member

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for PAX CLUB, LLC at the place designated in the Articles of Organization, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions 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, as provided for in Chapter 608, F.S.



Jacqueline del Cristo Mingos, Esq.

Date: October 20, 2003

03 OCT 20 AM 9:05
PAX CLUB, LLC
P.O. Box 10000
Tallahassee, FL 32309