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

EFFECTIVE DATE

12-19-03

From:  
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305) 672-0686  
Fax Number : (305) 672-9110

## LIMITED LIABILITY COMPANY

Nanotech USA, LLC

Certificate of Status	1
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DIVISION OF CORPORATION

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Nanotech USA, LLC

### Article II. Address

The Company's street and mailing address is:

Nanotech USA, LLC  
357 Almeria Avenue  
Unit 705  
Coral Gables FL 33134

EFFECTIVE DATE

12-19-03

### Article III. Registered Agent

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

Carlos E. Davila  
357 Almeria Avenue  
Unit 705  
Coral Gables FL 33134

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### 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.

Alejandro Muelle I FL Bar Member 313490  
Muelle & Associates, LLC  
2100 Coral Way  
Suite 502  
Miami FL 33145  
305-859-8366

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Article V. Management

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

NANOTECH S.A.  
357 Almeria Avenue Unit 705 Coral Gables FL 33134

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Article VI. Company Existence

The Company's existence shall begin effective as of December 19, 2003.

The undersigned authorized representative of a member executed these Articles of Organization on December 19, 2003.

  
ALEJANDRO MUELLE  
by T. Baez as attorney-in-fact

Alejandro Muelle | FL Bar Member 313490  
Muelle & Associates, LLC  
2100 Coral Way  
Suite 502  
Miami FL 33145  
305-859-8366

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## STATEMENT OF REGISTERED AGENT


LIMITED LIABILITY COMPANY:

Nanotech USA, LLC

REGISTERED AGENT/OFFICE:

Carlos E. Davila  
357 Almeria Avenue  
Unit 705  
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.

  
CARLOS E. DAVILA  
by T. Bazz as attorney-in-fact

Date: December 19, 2003

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