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

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LIMITED LIABILITY COMPANY

Scherer Consulting, LLC

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Scherer Consulting, LLC.

### Article II. Address

The Company's street and mailing address is:

Scherer Consulting, LLC  
612 SE 5th Avenue  
Ft. Lauderdale FL 33301

### Article III. Registered Agent

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

Conrad & Scherer, LLP  
633 South Federal Highway  
Ft. Lauderdale FL 33301

### 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  
(305) 672-0686

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Article V. Management

This will be a manager-managed company.

Article VI. Company Existence

The Company's existence shall begin effective as of May 14, 2004.

The undersigned authorized representative of a member executed these Articles of Organization on May 17, 2004.

  
\_\_\_\_\_  
CORPORATE CREATIONS INTERNATIONAL INC.  
Karla Sarría Vice President

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TALLAHASSEE, FLORIDA

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## STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Scherer Consulting, LLC

REGISTERED AGENT/OFFICE:


Conrad & Scherer, LLP  
633 South Federal Highway  
Ft. Lauderdale FL 33301

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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.

  
\_\_\_\_\_  
CONRAD & SCHERER, LLP  
by K. Sarria as attorney-in-fact

Date: May 17, 2004

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