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Fax Number : (850) 205-0383

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

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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

Palms LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Palms LLC

Article II. Address

The Company's street and mailing address is:

Palms LLC
1300 Brickell Avenue
Miami FL 33131

Article III. Registered Agent

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

Milagros Sanchez
1300 Brickell Avenue
Miami FL 33131

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.

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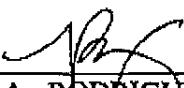
Article V. Management

This will be a member-managed company.

Article VI. Company Existence

The Company's existence shall begin effective as of June 21, 2004.

The undersigned authorized representative of a member executed these Articles of Organization on June 22, 2004.



JOSE A. RODRIGUEZ
by T. Baez as attorney-in-fact

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Palms LLC

REGISTERED AGENT/OFFICE:

Milagros Sanchez
1300 Brickell Avenue
Miami FL 33131

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.


MILAGROS SANCHEZ
by T. Baez as attorney-in-fact

Date: June 22, 2004

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