

**Electronic Articles of Organization
For
Florida Limited Liability Company**

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FILED 8:00 AM
August 06, 2004
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Article I

The name of the Limited Liability Company is:

INTERNATIONAL PLANNING AND CONTROLLING IPC, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

100 N. BISCAYNE BLVD.
21ST FLOOR
MIAMI, FL. 2665

The mailing address of the Limited Liability Company is:

100 N. BISCAYNE BLVD.
21ST FLOOR
MIAMI, FL. 3313

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

THOMAS BAUR
100 N. BISCAYNE BLVD.
21ST FLOOR
MIAMI, FL. 33132

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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.

Registered Agent Signature: THOMAS BAUR

Article V

The name and address of managing members/managers are:

Title: MGRM
UDO SCHEWE
21ST FLOOR 100 N. BISCAYNE BLVD.
MIAMI, FL. 33132

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Article VI

The effective date for this Limited Liability Company shall be:

08/06/2004

Signature of member or an authorized representative of a member

Signature: THOMAS BAUR