

LOCATIONS

Florida Department of State

1 Division of Corporations

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EFFICIENT NAME
1782/25/1/2004

From

1 Account Name: CORPORATE OPERATIONS INTERNATIONAL INC
1 Account Number: 1164320000053
1 Phone: (305) 572-0886
1 Fax Number: (305) 572-0310

UNLIMITED LIABILITY COMPANY

1 FILING SLIP

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Corporate Filing

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ARTICLES OF ORGANIZATION

Article II Name

The name of this Federal limited liability company is:
FPM LLC

Article III Address

The Company's street and mailing address is:

FPM LLC
777 S Federal Hwy.
DK-022
Phoenix, AZ 85002

Article IV Registered Agent

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

Corporate Creations of Network LLC
111800 Peppermint Farm Road #221 E3
Phoenix, AZ 85002

Article V Transferability of Membership Interests

No member shall have the right to assign their membership interests in the Company, without the written agreement to the full 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 have no right to receive the share of profits and losses and distributions of the Company, and the assignee shall have no right to vote or to be elected to the board of directors. The assignee shall have no right to be a member of the Company.

Corporate Creations of Network LLC

941 North 13th Street
Phoenix, AZ 85002
(602) 972-0688

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Article V. Management

'This will be a management company. The name and address of each manager is:

SINOCEP ASSET FUND

777 Federal Hwy, 10th-82 Phnom Penh, Cambodia 330602

Handwritten notes and stamps, including a date stamp "2004-08-24".

Article VI. (Company) Existence:

'The Company's existence shall begin effective as of August 24, 2004.

'The undersigned, authorized representative of a member executed these Articles of Organization on August 25, 2004.

Handwritten signature.

CORPORATE RELATIONS INTERNATIONAL INC.

Executed at Phnom Penh, Cambodia on August 25, 2004

by /S/ [Signature] as attorney-in-fact

Corporate Relations International Inc.

901 Foothill Street

Mountain View, CA 94038

(415) 962-0688

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STATEMENT OF REGISTERED AGENT

UNITED STATES COMPANY:
FBI/DOJ

REGISTERED AGENT OFFICE

Corporate & International Networks Inc
11350 Hospitality Plank Road #221 E
Federal Heights Colorado 80131-1100
UNITED STATES

I agree to act as a registered agent to accept service of process for the company named above at the place (the signature in this Statement) I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent's duties. I am familiar with and accept the obligations of the registered agent position.



DAVID S. SCOTT (REGISTERED AGENT)
David S. Scott, Esq., Assistant Secretary

Date: August 22, 2004

Corporate & International Networks Inc.
941 Fourth Street
Minneapolis MN 55401
(612) 338-2066

100-4000173993

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