

LD50 00010655

Christopher Valencia
(Requestor's Name)

(Address)

4061 Upper Creek Dr. Ste: 111
(Address)

Sun City Center, FL 33573
(City/State/Zip/Phone #)

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2-2-05

NEUROSPINA TECHNOLOGIES

Limited Liability Company

Articles of Organization

We, the undersigned, who intend to form and create a Limited Liability Company, PURSUANT TO THE Statutes of the State of FLORIDA , do hereby state and certify the following:

1. The name of the Liability Company shall be NEUROSPINA TECHNOLOGIES LIMITED LIABILITY COMPANY.
2. The registered office of the company is located at 8702 BAY LAUREL COURT, City of TAMPA, State of FLORIDA. Its registered agent is CHRISTOPHER LINTAO VALENCIA for service of process.
3. The principal place of business of the Company is located at 413 WEST ROBERTSON STREET, UNIT B, City of BRANDON, State of FLORIDA .
4. The purpose for which the company is formed is to engage in any lawful acts or activities for which limited liability companies may be formed under laws of the above named State.
5. The company shall have a duration of 30 years and it shall dissolve at the end of said time frame.
6. Indemnification.
 - a. The company shall indemnify any person who is or was a party, who is threatened to be made a party, to any threatened, pending, or completed action, suitor proceeding, whether civil, criminal, administrative, or investigative, including all appeals, by reason of the fact that he or she is or was a member, managing member, or employee of the company, or is or was serving at the request of the company as a director, trustee, officer, or employee of another limited liability company, corporation, partnership, joint venture, trust, or other enterprise, against any and all expenses (including reasonable attorney's fees) judgments, decrees, fines, penalties, and amounts paid in settlement, which were actually and reasonably incurred by him or her in connection with such action, suit or proceeding, if he or she acted in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to,

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the best interests of the company, and with respect to any criminal action or proceeding, he or she had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or plea of nolo contendere, or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interest of the company.

- b. The foregoing indemnification shall not apply in the case of an action, suit, or proceeding instituted by one or more members of the company, if the claim, matter, or issue raised therein is determined by a court of competent jurisdiction to have resulted from the negligence or misconduct of the member(s) seeking indemnization; provided, however, that such indemnification shall nonetheless apply if, in view of all of the circumstances of the case, such court shall determine that such member(s) is/are fairly and reasonably entitled to indemnification, with respect to such expenses, judgments, decrees, fines, penalties, and amounts paid in settlement as determined by the court.
- c. Expenses of each person indemnified hereunder, incurred in defending against a civil, criminal, administrative, or investigative action, suit or proceeding (including all appeals), or threat thereof, may be paid by the company in advance of the final disposition of such action, suit, or proceeding, as authorized by a majority in interest of the members, upon receipt of an undertaking by such person to repay such amount unless it shall ultimately be determined that he or she is entitled to by indemnification by the corporation.

7. Composition of management. The management of the company will be vested in a board of managers, consisting of a number not more than 2 (TWO), who are required to be members of the company, designated in accordance with the terms of the company operating agreement.

8. The names and addresses of the Manager(s) of the Company are as follows:

CHRISTOPHER LINTAO VALENCIA
8702 BAY LAUREL CT, TAMPA, FLORIDA 33647

ATHENA LARDIZABAL VALENCIA
8702 BAY LAUREL CT, TAMPA, FLORIDA 33647

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FLORIDA

9. The amount of capital each Member has contributed or has agreed to contribute:

**Member
Capital Contributed**

CHRISTOPHER LINTAO VALENCIA
\$1,000.00

ATHENA LARDIZABAL VALENCIA
\$1,000.00

GEORGINA VALENCIA LLAMAS
\$100.00

EDWIN TABBILOS LARDIZABAL
\$100.00

LETICIA LINTAO VALENCIA
\$100.00

**Member
Capital Agreed to Contribute**

CHRISTOPHER LINTAO VALENCIA
\$1,000.00

ATHENA LARDIZABAL VALENCIA
\$1,000.00

GEORGINA VALENCIA LLAMAS
\$100.00

EDWIN TABBILOS LARDIZABAL
\$100.00

LETICIA LINTAO VALENCIA
\$100.00

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TALLAHASSEE, FLORIDA

10. The company shall have the right to add additional Members according to the terms of the Operating Agreement.

11. The Members may only discontinue business upon an event of dissolution only according to the terms of the Operating Agreement.

12. The company shall be initially organized with at least two Members.

MANAGING MEMBER(S):

Chris Valencia
Signature

Signature

MEMBERS:

Chris Valencia
Signature

X
Signature

X
Signature

Georgina V. Hamar
Signature

A Valencia
Signature

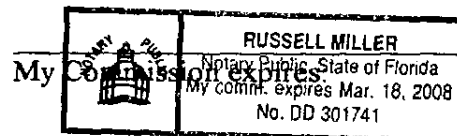
STATE OF FL

COUNTY OF Hillsborough

On the 13 day of Jan, 2005, personally appeared
before me Chris Valencia, Catherine Valencia, Geni the signer(s) of the within
instrument, who duly acknowledged to me that they executed the same.

Russell Miller
Notary Public

BoD
Residing at:



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12. The company shall be initially organized with at least two Members.

MANAGING MEMBER(S):

MEMBERS:

Signature

Athena L. Valencia
Signature

Signature

Athena L. Valencia
Signature

Signature

Edwin T. Lardizabal
Signature

Signature

STATE OF Florida

COUNTY OF Hillsborough

On the 3rd day of January, 2005, personally appeared
before me Athena Valencia & Edwin Lardizabal the signer(s) of the within
instrument, who duly acknowledged to me that they executed the same.



Yung Tu Nguyen
My Commission 00380000
Expires October 06, 2008

Notary Public

Bank of America
Residing at:

1000 1200 8
My Commission expires:

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