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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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LIMITED LIABILITY COMPANY

Portofino Investment Group LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Portofino Investment Group LLC

Article II. Address

The Company's street and mailing address is:
Portofino Investment Group LLC
338 Tuxedo Lane
West Palm Beach FL 33401

Article III. Registered Agent

The name and street address of the Company's registered agent is:
James D. D'Loughy, Esq.
8063 Kiawah Trace
Port St. Lucie FL 34986

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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8063 Kiawah Trace
Port St. Lucie FL 34986
772-486-4431

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Article V. Management

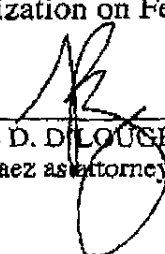
This will be a manager-managed company. The name and address of each manager is:

SEBASTIAN FAZIO
338 Tuxedo Lane West Palm Beach FL 33401

Article VI. Company Existence

The Company's existence shall begin effective as of February 11, 2005.

The undersigned authorized representative of a member executed these Articles of Organization on February 11, 2005.



JAMES D. D'LOUGHY
by T. Baez as attorney-in-fact

James D. D'Loughy | FL Bar Member 52700
8063 Kiawah Trace
Port St. Lucie FL 34986
772-486-4431

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STATEMENT OF REGISTERED AGENT


LIMITED LIABILITY COMPANY:

Portofino Investment Group LLC

REGISTERED AGENT/OFFICE:

James D. D'Loughy, Esq.
8063 Kiawah Trace
Port St. Lucie FL 34986

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.


JAMES D. D'LOUGHY, ESQ.
by T. Baez as attorney-in-fact

Date: February 11, 2005

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