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Division of Corporations

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To:
Division of Corporations
Fax Number : (850)205-0383

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

LIMITED LIABILITY COMPANY

Candil USA, LLC

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Certificate of Status	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

CANDIL USA, LLC

The undersigned subscriber to these Articles of Organization, a natural person competent to contract, hereby forms a limited liability company under the laws of the State of Florida.

ARTICLE I. NAME

The name of the limited liability company is Candil USA, LLC.

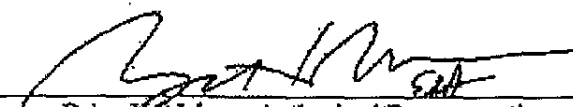
ARTICLE II. ADDRESS

The mailing address of the principal office of the limited liability company is in care of Edwards & Angell, LLP, 350 East Las Olas Boulevard, Suite 1150, Fort Lauderdale, Florida, 33301, and the street address is the same.

The name and street address of the initial registered agent of the limited liability company is Angell Corporate Services, Inc., One North Clermont Street, Suite 400, West Palm Beach, Florida, 33401.

ARTICLE III. TERM OF EXISTENCE

This limited liability company is to exist perpetually.


Brian M. Nelson, Authorized Representative

Signature of a member or authorized representative of a member.

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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CERTIFICATE OF DESIGNATION OF

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REGISTERED AGENT/REGISTERED OFFICE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is Candii USA, LLC.
2. The name and address of the registered agent and office is:

Angell Corporate Services, Inc.
One North Clematis Street, Suite 400
West Palm Beach, Florida 33401

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, the undersigned hereby accepts the appointment as registered agent and agree to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent.

Angell Corporate Services, Inc.


Leslie J. Croland, Vice President

March 8th, 2005

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