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From:
Account Name : SCHNEIDER WEINBERGER & BILLY LLP
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Phone : (561)362-9595
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LIMITED LIABILITY COMPANY

F.G.H. Ventures U.S.A., LLC

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T. Brumbley APR 12 2005

**ARTICLES OF ORGANIZATION
OF
F.G.H VENTURES U.S.A., LLC**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes.

**ARTICLE I
NAME**

The name of this limited liability company is F.G.H. VENTURES U.S.A., LLC (the "Company").

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Company is 4061 N.E. 31st Avenue, Lighthouse Point, Florida 33064.

**ARTICLE III
REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Company is Joseph G. Leija, whose address is 4061 N.E. 31st Avenue, Lighthouse Point, Florida 33064.

**ARTICLE IV
MANAGEMENT**

The Company will be a member-managed company.

The undersigned executed this Articles of Organization on this 8 day of April 2005.

Authorized Representative of the Members:

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

Rock Ventures, Inc., Manager

By: Joseph G. Leija
Joseph G. Leija, President

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.145, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

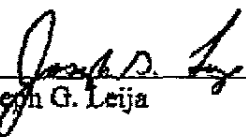
- 1. The name of the limited liability company is:

F.G.H. VENTURES U.S.A., LLC

- 2. The name and the Florida address of the registered agent are:

Joseph G. Leija
4061 N.E. 31st Avenue
Lighthouse Point, Florida 33064

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.



Joseph G. Leija

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