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SANCHEZ-ABALLI & ALVAREZ

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To:

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

From:

Account Name : SANCHEZ-ABALLI & ALVAREZ, LLP
Account Number : I20030000075
Phone : (305) 779-5041
Fax Number : (305) 779-5047

LIMITED LIABILITY COMPANY

PSB ADVISORS LTD. CO.

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF ORGANIZATION
FOR FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - NAME

The name of the Limited Liability Company is:

PSB ADVISORS LTD. CO.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

1425 Brickell Avenue, Apt. 54B
Miami, Florida 33131

ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the registered agent is:

TTK SERVICE LLC
801 Brickell Avenue, Ste. 2380
Miami, Florida 33131

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ARTICLE IV - PURPOSE

The purpose for which the Limited Liability Company is formed is to engage in any lawful acts or activities for which limited liability companies may be formed under Chapter 608 of the Statutes of the State of Florida.

ARTICLE V - DURATION

The Limited Liability Company shall exist perpetually unless dissolved according to law.

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 indemnification; 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 be indemnified by the corporation.

TTK SERVICE LLC, a Florida limited liability company
(Authorized Representative)

By: 

Rafael Sanchez-Aballi, President

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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
PSB ADVISORS LTD. CO.**

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:

PSB ADVISORS LTD. CO.

2. The name and address of the registered agent and office is:

TTK SERVICE LLC
801 Brickell Avenue, Ste. 2380
Miami, Florida 33131

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.

TTK SERVICE LLC, a Florida limited liability company
(Authorized Representative)

By: 

Rafael Sánchez-Aballi, President

Date: April 5, 2005

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