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DIVISION OF CORPORATIONS

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Fax Number : (850)205-0383

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

LIMITED LIABILITY COMPANY

Venture Tech International LLC

|                       |          |
|-----------------------|----------|
| Certificate of Status | 1        |
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TALLAHASSEE, FLORIDA

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Venture Tech International LLC

### Article II. Address

The Company's street and mailing address is:  
Venture Tech International LLC  
28100 US Highway 19 North  
Suite 507  
Clearwater FL 33761

### Article III. Registered Agent

The name and street address of the Company's registered agent is:  
Gregory Smith  
28100 U.S. Highway 19 North, Suite 408  
Clearwater FL 33761

### 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.

Corporate Creations International Inc.  
941 Fourth Street  
Miami Beach FL 33139  
(305) 672-0686

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

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

DARREN BAGNALL  
28100 US Highway 19 North Suite 507 Clearwater FL 33761

Article VII. Company Existence

The Company's existence shall begin effective as of 6/15/2005.

The undersigned authorized representative of a member executed these Articles of Organization on 6/15/2005.

  
CORPORATE CREATIONS INTERNATIONAL INC.  
Franco E. Cammarata Vice President and Counsel  
by D. Stoutt as attorney-in-fact

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## STATEMENT OF REGISTERED AGENT

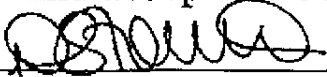
### LIMITED LIABILITY COMPANY:

Venture Tech International LLC

### REGISTERED AGENT/OFFICE:

Gregory Smith  
28100 U.S. Highway 19 North, Suite 408  
Clearwater FL 33761

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.

  
\_\_\_\_\_  
GREGORY SMITH  
by D. Stoutt as attorney-in-fact

Date: 6/15/2005.

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