

9/16/2005 10:11 AM FROM: Fax Florida Incorporators, Inc TO: 850 205 0383 PAGE: 001 of 005
Division of Corporations

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

From:

Account Name : FLORIDA INCORPORATORS, INC.
Account Number : 075350000473
Phone : (305) 379-7907
Fax Number : (305) 402-3141

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LIMITED LIABILITY COMPANY

NEW WAVE US TRADING LLC

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TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION FOR
NEW WAVE US TRADING LLC
A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

NEW WAVE US TRADING LLC

EFFECTIVE DATE
09/19/05

ARTICLE II - Mailing Address:

The mailing address of the Limited Liability Company is:

NEW WAVE US TRADING LLC
7803 Blue Spring Drive,
Land O Lakes, FL 34639,
United States of America

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

50 years

FLORIDA INCORPORATORS, INC.
8875 Hidden River Pkwy Ste 300 1
Tampa, FL 33637
(813) 632-7882

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ARTICLE IV - Management:

The Limited Liability Company is to be managed by a manager who is empowered to act solely on behalf of the Limited Liability Company, and the name, address and date of birth of the manager is:

Ms. Marcella Flemming	Manager
22 Cayon Street West,	
Basseterre,	
St. Kitts	

Date of birth: 14th September 1971

ARTICLE V - Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

The remaining members may admit additional members upon the majority vote of the remaining members consenting to the admission of the additional member.

ARTICLE VI - Members Rights to Continue Business:

The right of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

The remaining members have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the

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continued membership of a member in the limited liability company upon the majority vote of the remaining members.

ARTICLE VII - Registered Agent:

The initial registered agent and registered office of the limited liability company shall be Florida Incorporators, Inc., 8875 Hidden River Pkwy, Ste. 300, Tampa, FL 33637, United States of America.

ARTICLE IX - Street Address:

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

NEW WAVE US TRADING LLC
7803 Blue Spring Drive,
Land O Lakes, FL 34639,
United States of America

ARTICLE X - Effective Date:

The effective filing date of the Limited Liability Company shall be September 19, 2005.

ARTICLE XI - Members and Contribution:

The total capital contribution shall be \$10,000 U.S. and the members and their ownership percentages in the Limited Liability Company shall be as follows:

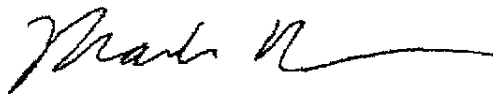
MACHINERY FINANCIAL INVESTMENT LTD.	99 %
Suite 13, First Floor, Oliaji Trade	
Centre, Francis Rachel Street,	
Victoria, Mahe,	
Seychelles	

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SHEARINGS COMPANY LIMITED
1876 Hutson Street,
Belize City,
Belize

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TALLAHASSEE, FLORIDA

DATED: September 19, 2005

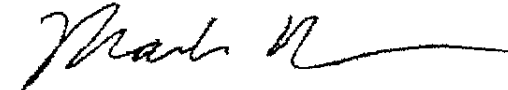


Mark Hankins
Authorized Representative

ACCEPTANCE OF REGISTERED AGENT

I hereby declare I am familiar with and accept the duties and responsibilities as registered agent of the limited liability company.

FLORIDA INCORPORATORS, INC.

By: 
Mark Hankins, President