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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

organica, llc

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**ARTICLES OF ORGANIZATION OF
ORGANICA, LLC**

The undersigned hereby subscribes these Articles of Organization for the purposes of organizing a limited liability company under the laws of the State of Florida.

**I.
NAME**

The name of the Limited Liability Company is Organica, LLC (the "Company")

**II.
PRINCIPAL OFFICE**

The mailing and street address of this Company's principal office shall be Icon Building, 450 Alton Road, Unit 205, Miami Beach, Florida 33139.

**III.
REGISTERED AGENT AND REGISTERED OFFICE**

The registered agent of this Company shall be Eduardo J. Garcia, Grove Professional Building, 2950 SW 27th Avenue, Miami, FL 33133.

**IV.
MANAGEMENT BY MANAGER**

This Company shall be a manager-managed company.


**V.
MANAGERS**

The initial Manager(s) of this Company shall be Jean-David Benoliel.

**VI.
MEMBERS**

The initial members of the Company shall be:

Jean-David Benoliel
Hisham Amalal


Jean-David Benoliel AS ATTORNEY-IN-FACT

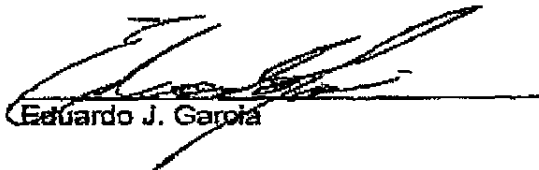
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STATEMENT OF ACCEPTANCE
OF
REGISTERED AGENT OF:

Organica, LLC

In accordance with the Florida Limited Liability Company Act, sections 608.407(1)(d) and 608.415(2), the undersigned hereby accepts the appointment as registered agent of the above captioned limited liability company. The registered agent further acknowledges that Grove Professional Building, 2950 SW 27th Avenue, Miami, FL 33133, is the business office address of the registered agent, which will be registered office of the limited liability company for the service of process.

Date: October 7, 2005


Eduardo J. Garcia

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