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Florida Department of State  
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To:  
Division of Corporations  
Fax Number : (850) 205-0383

From:  
Account Name : FLORIDA INCORPORATORS, INC.  
Account Number : 075350000473  
Phone : (813) 632-7882  
Fax Number : (305) 402-3141

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DIVISION OF CORPORATION

**LIMITED LIABILITY COMPANY**

**UPP UNIVERSAL LLC**

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ARTICLES OF ORGANIZATION FOR

UPP UNIVERSAL LLC

A FLORIDA LIMITED LIABILITY COMPANY

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TALLAHASSEE, FLORIDA

ARTICLE I - Name:

The name of the Limited Liability Company is:

UPP UNIVERSAL LLC

ARTICLE II - Mailing Address:

The mailing address of the Limited Liability Company is:

UPP UNIVERSAL 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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TALLAHASSEE, FLORIDA

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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. Verena Eulanda Jeffers**

**Manager**

Craddock Road,  
Charlestown,  
Nevis

Date of birth: 30<sup>th</sup> October 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,

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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 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:

UPP UNIVERSAL 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 November 18, 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:

YASMINE TRADING INC.  
Akara Bldg.,  
24 De Castro Street, Wickhams Cay 1,  
Road Town, Tortola,  
British Virgin Islands

99 %

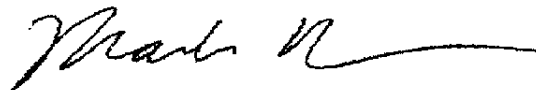
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HAWICK INTERNATIONAL S.A.  
1876 Hutson Street,  
Belize City,  
Belize

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DATED: November 18, 2005

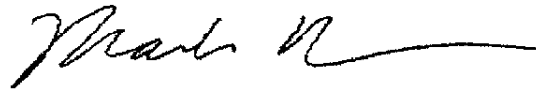


Mark Hankins  
Authorized Representative

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

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