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 Fax Number : (850)205-0383

From: Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
 Account Number : 110432003053
 Phone : (305)672-0686
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EFFECTIVE DATE
6/1/06

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TALLAHASSEE, FLORIDA

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Artchive, LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Artchive, LLC

Article II. Address

The Company's street and mailing address is:
Artchive, LLC
555 NE 34th Street, PH1
Miami FL 33137

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Marvin Sackner
555 NE 34th Street, PH1
Miami FL 33137

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.

Richard Alan Lehrman, Esq. | FL Bar Member 705578
Law Offices of Richard Alan Lehrman
777 Arthur Godfrey Road, Fourth Floor
Miami Beach FL 33140
305-534-1323 x104

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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 manager-managed company. The name and address of each manager is:

MARVIN SACKNER
555 NE 34th Street, PH1 Miami FL 33137
RUTH SACKNER
555 NE 34th Street, PH1 Miami FL 33137

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Article VII. Company Existence

The Company's existence shall begin effective as of 6/1/2006.

The undersigned authorized representative of a member executed these Articles of Organization on 6/1/2006.



RICHARD ALAN LEHRMAN, ESQ.

by M.A. Arciza as attorney-in-fact

Richard Alan Lehrman, Esq. | FL Bar Member 705578
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777 Arthur Godfrey Road, Fourth Floor
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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:


Artchive, LLC

REGISTERED AGENT/OFFICE:

Marvin Sackner
555 NE 34th Street, PH1
Miami FL 33137

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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.



MARVIN SACKNER
by M.A. Areiza as attorney-in-fact

Date: 6/1/2006.

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