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FLORIDA/FOREIGN LIMITED LIABILITY CO.

CARTEL ENTERPRISES, LLC

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**ARTICLES OF ORGANIZATION FOR
CARTEL ENTERPRISES, LLC**

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The undersigned incorporator, a natural person competent to contract, does hereby make, subscribe and file these Articles of Organization for the purpose of organizing a limited liability company pursuant to Florida law.

ARTICLE I

The name of the limited liability company is: **CARTEL ENTERPRISES, LLC**

ARTICLE II

The mailing address and the street address of the principal office of the limited liability company is 1218 Renaissance Way, Boca Raton, Florida 33426.

ARTICLE III

The Limited Liability Company shall have perpetual duration.

ARTICLE IV

The Limited Liability Company is to be managed by at least one manager. The initial managers are Jerry Dorvil, Gabriel Goldfine and Anatoly Bondarevsky each of whom with a mailing address of 1218 Renaissance Way, Boca Raton, Florida 33426.

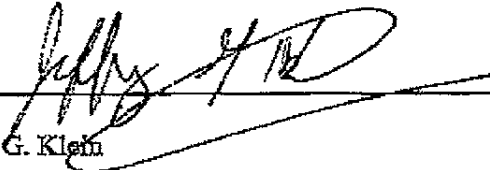
ARTICLE V

The Limited Liability Company may engage or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE VI

The right of the remaining members to admit members and the terms and conditions of the admissions shall be governed by the manager(s).

The foregoing is signed for and on behalf of **CARTEL ENTERPRISES, LLC**
by Jeffrey Klein, its duly authorized representative this 22nd day of September 2006.



Jeffrey G. Klein

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND OFFICE OF CARTEL ENTERPRISES, LLC


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Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent in the state of Florida

1. The name and address of the registered agent and office in the state of Florida is:

JEFFREY KLEIN
2600 North Military Trail Suite 270
Boca Raton, Florida 33431

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Jeffrey G. Klein

DATE: 9/22/06