PAGE 05/08

Division of Corporations

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Florida Department of State Division of Corporations

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To:

.. Division of Corporations

Fax Number

: (850)205-0383

From:

: CORPORATE CREATIONS INTERNATIONAL INC. Account Name

Account Number : 110432003053 : (561)694-8107 Phone Fax Number : (561)694-1639

FLORIDA/FOREIGN LIMITED LIABILITY (

Carswell Investments II, LLC

| Certificate of Status | 1        |
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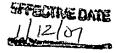
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### ARTICLES OF ORGANIZATION

#### Article I. Name

The name of this Florida limited liability company is: Carswell Investments II, LLC

### Article II. Address

### Article III. Registered Agent

The name and street address of the Company's registered agent is:

Phyllis Carswell 6600 NW 27th Avenue Suite 113 & 114 Miami FL 33147

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### 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.

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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:

PHYLLIS CARSWELL 6600 NW 27th Avenue Suite 113 & 114 Miami FL 33147

Article VII. Company Existence

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The Company's existence shall begin effective as of 1/12/2007.

1 (19)

The undersigned authorized representative of a member executed these Articles of Organization on 1/12/2007.

CORPORATE CREATIONS INTERNATIONAL INC.

Franco E. Cammarata Vice President

by Y.Huberdeau as attorney-in-fact

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### STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY: Carswell Investments II, LLC

REGISTERED AGENT/OFFICE:
Phyllis Carswell

6600 NW 27th Avenue Suite 113 & 114 Miami FL 33147

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.

PHYLLIS CARSWELL by Y. Huberdeau as attorney-in-fact

Date: 1/12/2007.

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