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From:  
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (561)694-8107  
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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**Good Will International, LLC**

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**ARTICLES OF ORGANIZATION  
OF  
GOOD WILL INTERNATIONAL, LLC**

The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I**

**NAME**

The name of the limited liability company is Good Will International, LLC (the "Company").

**ARTICLE II**

**ADDRESS**

The principal office and mailing address of the Company is:

520 Brickell Key Drive, Suite O-301  
Miami, FL 33131

**ARTICLE III**

**REGISTERED AGENT AND OFFICE**

The Company designates 520 Brickell Key Drive, Suite O-301, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Corporate Management Services, LLC as the Company's initial registered agent at that address to accept service of process within this state.

This Instrument Prepared By:  
ROJAS & STANHAM, LLP  
Nicholas Stanham, Esq.  
Florida Bar No.: 0038822  
520 Brickell Key Drive, Suite O-301  
Miami, Florida 33131  
Telephone: (305) 374-3800

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**ARTICLE IV**

**MANAGEMENT**

The Company shall be conducted, carried on, and managed by (2) Managers. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company. The Managers, who shall serve in such capacity until their successor(s) are duly elected and qualified, shall be:

Jose de Paulo Rodrigues  
Av. Avila, Res Tulip  
Piso 4, Apto. 41  
Caracas 1010, Venezuela

Oro Benzaquen de Paulo  
Av. Avila, Res Tulip  
Piso 4, Apto. 41  
Caracas 1010, Venezuela

**ARTICLE V**

**DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of ownership interest.

**ARTICLE VI**

**PURPOSE**

The purpose for which the Company is being formed is to engage in any active business permitted under the laws of the United States and the State of Florida.

**ARTICLE VII**

**ADDITIONAL MEMBERS**

Additional Members may be admitted upon the approval of a majority of the ownership interest of the Company, upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company.

**ARTICLE VIII**

**OPERATING AGREEMENT**

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company.

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**IN WITNESS WHEREOF**, the undersigned has hereunto set his hand and seal this 18<sup>th</sup> day of March, 2008.

  
\_\_\_\_\_  
Nicholas Stanham  
Duly Authorized Representative of a  
Member

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned agrees to act as registered agent for **Good Will International, LLC**, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 18<sup>th</sup> day of March, 2008.

**CORPORATE MAINTENANCE SERVICES, LLC**

  
\_\_\_\_\_  
By: Nicholas Stanham, Manager

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