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FLORIDA/FOREIGN LIMITED LIABILITY CO.

AXT INTERNATIONAL, LLC

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EXAMINER

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**ARTICLES OF ORGANIZATION
OF
AXT INTERNATIONAL, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, pursuant to Chapter 608 of the Florida Statutes, hereby makes, acknowledges and files the following Articles of Organization (the "Articles").

ARTICLE I. NAME

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

ARTICLE II. MAILING AND STREET ADDRESS

The mailing address and street address of the principal office of the Company shall be 311 South Goolsby Boulevard, Deerfield Beach, Florida 33446.

ARTICLE III. REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent of the Company in the State of Florida is CFRA, LLC, 4221 W. Boy Scout Boulevard, Tampa, Florida 33607-5736.

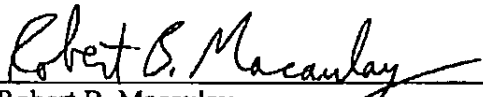
ARTICLE IV. DURATION

The Company shall commence its existence on the date that the Articles are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in the Operating Agreement.

ARTICLE V. MANAGEMENT

The Company shall be a manager managed limited liability company and shall be managed in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Organization on February 5, 2009.


Robert B. Macaulay
Authorized Representative

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the entity named in the Articles of Organization of AXT International, LLC, as the Registered Agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointment as Registered Agent and agrees to act in this capacity.

The undersigned further agrees to comply with the provisions of all applicable Florida laws relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position as Registered Agent.

CFRA, LLC, a Florida Limited Liability Company

By: Robert B. Macaulay
Robert B. Macaulay

Dated: February 5, 2009

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