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To: Division of Corporations  
Fax Number : (850)617-6383

From: Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (561)694-8107  
Fax Number : (561)694-1639

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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**INVERSIONES LA ASUNCION LLC**

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February 13, 2009

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

CORPORATE CREATIONS

<sup>N</sup>  
SUBJECT: INVERSIONES LA ASUNCION LLC  
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Neysa Culligan  
Regulatory Specialist II

FAX Aud. #: H09000033189  
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# ARTICLES OF ORGANIZATION

## Article I. Name

The name of this Florida limited liability company is:  
INVERSIONES LA ASUNCION LLC

## Article II. Address

The street and mailing address of the Company's initial principal office is:  
INVERSIONES LA ASUNCION LLC  
Avenida Orinoco, Centro Ejecutivo BALI  
piso 1, Urbanización Las Mercedes  
Caracas, Venezuela

## Article III. Registered Agent

The name and street address of the Company's registered agent is:  
Corporate Creations Network Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410

## 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.

Corporate Creations International Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410  
(561) 694-8107

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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**

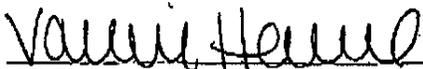
This will be a manager-managed company. The name and address of each manager is:

CARLOS COROMOTO RODRIGUEZ FREITAS  
Avenida Orinoco, Centro Ejecutivo BALI piso 1, Urbanización Las Mercedes  
Caracas, Venezuela  
CLAUDIA CAROLINA CHARR ARSLANIAN  
Avenida Orinoco, Centro Ejecutivo BALI piso 1, Urbanización Las Mercedes  
Caracas, Venezuela  
MANUEL RODRIGUEZ SOBRAL  
Avenida Orinoco, Centro Ejecutivo BALI piso 1, Urbanización Las Mercedes  
Caracas, Venezuela  
SECUNDINA FREITAS DE RODRIGUEZ  
Avenida Orinoco, Centro Ejecutivo BALI piso 1, Urbanización Las Mercedes  
Caracas, Venezuela

**Article VII. Company Existence**

The Company's existence shall begin effective as of February 11, 2009.

The undersigned authorized representative of a member executed these Articles of Organization on February 12, 2009.



CORPORATE CREATIONS INTERNATIONAL INC.

Franco E. Cammarata Vice President  
by Valerie Hawk as attorney-in-fact

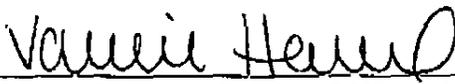
Corporate Creations International Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410  
(561) 694-8107

**STATEMENT OF REGISTERED AGENT**

LIMITED LIABILITY COMPANY:  
**INVERSIONES LA ASUNCION LLC**

REGISTERED AGENT/OFFICE:  
Corporate Creations Network Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410  
UNITED STATES

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.

  
CORPORATE CREATIONS NETWORK INC.  
Valerie Hawk, Special Secretary  
Date: February 11, 2009.

Corporate Creations International Inc.  
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Palm Beach Gardens FL 33410  
(561) 694-8107

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