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TO: Division of Corporations : (850)617-6383 Fax Number œ From: : CORPORATE CREATIONS INTERNATIONAL INC. Account Name Account Number : 110432003053 Phone : (561)694-8107 : (561)694-1639 Fax Number

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# FLORIDA/FOREIGN LIMITED LIABILITY CO.

International Financing Network, LLC 80 ڨ Certificate of Status RECEIV Certified Copy 09 APR 10 Page Count Estimated Charge

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April 7, 2009

### FLORIDA DEPARTMENT OF STATE CORPORATE CREATIONS INTERNATIONAL

SUBJECT: INTERNATIONAL MERCHANT BANKERS, LLC REF: W09000015955

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Written approval and clearance of the words BANK, BANC, BANCO, BANQUE, BANKER, BANKING, TRUST COMPANY, SAVINGS AND LOAN ASSOCIATION, SAVINGS BANK or CREDIT UNION, or words of similar import in any context or any manner must be obtained from the Office of Financial Regulation, pursuant to section 655.922(2a), Florida Statutes.

Enclosed is a "Corporate Name Approval Request" form to be completed and sent to the address indicated on the form. If the proposed name is approved by the Office of Financial Institutions, resubmit the document and the approval letter to the Division of Corporations for filing. The Office of Financial Institutions' phone number is 850-410-9800.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neysa Culligan Regulatory Specialist II FAX Aud. #: 809000080310 Letter Number: 609A00011551

P.O BOX 6327 - Tallahassec, Florida 32314

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### ARTICLES OF ORGANIZATION

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Article I. Name

The name of this Florida limited liability company is: International Financing Network, LLC

#### Article II. Address

The street and mailing address of the Company's initial principal office is:

International Financing Network, LLC 1172 South Dixie Highway Suite 352 Coral Gables FL 33146

Article III. Registered Agent

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

Daniel M. Schwartz 1172 South Dixie Highway Suite 352 Coral Gables FL 33146

#### 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.

Sullivan Admire & Sullivan 2555 Ponce de Leon Boulevard, Suite 320 Coral Gables FL 33134-6082 305-444-6121

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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 member-managed company. The name and address of each member is:

DANIEL M. SCHWARTZ 1172 South Dixie Highway Suite 352 Coral Gables FL 33146

#### Article VII. Company Existence

The Company's existence shall begin effective as of April 6, 2009.

The undersigned authorized representative of a member executed these Articles of Organization on April 8, 2009.

SULLIVAN ADMIRE & SULLIVAN

by Valerie Hawk as attorney-in-fact

Sullivan Admire & Sullivan 2555 Ponce de Leon Boulevard, Suite 320 Coral Gables FL 33134-6082 305-444-6121 H0900080310

## STATEMENT OF REGISTERED AGENT

## LIMITED LIABILITY COMPANY: International Financing Network, LLC

REGISTERED AGENT/OFFICE:

Daniel M. Schwartz 1172 South Dixie Highway Suite 352 Coral Gables FL 33146

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Stagement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties and the familiar with and accept the obligations of the registered agent position.

DANIEL M. SCHWARTZ by Valerie Hawk as attorney-in-fact

Date: April 6, 2009.

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