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Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : EUR-AM GROUP CONSULTANTS LLC
Account Number : I20080000098
Phone : (954) 636-3886
Fax Number : (877) 800-7133

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2010 APR 28 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Email Address: _____

FLORIDA LIMITED LIABILITY CO.

MINERVA ~~LLC~~ Group LLC.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$130.00

C. LEWIS
APR 30 2010
EXAMINER

Apr. 30. 2010 11:25AM

No. 4807 P. 1

P. 1

* * * Communication Result Report (Apr. 28. 2010 8:23PM) * * *

1)
2)

Date/Time: Apr. 28. 2010 8:22PM

File No.	Mode	Destination	Pg(s)	Result	Page Not Sent
4804	Memory TX	18506176983-1834	P. 4	OK	

Fernand Lamothe

850-245-6030
To: Carolime

From: Fernand Lamothe
954-636-3886

Reason for error
1) Hang up or line fail
2) No answer
3) Exceeded max. E-mail size

E. 2) Busy
E. 4) No facsimile connection

Division of Corporations

Page 1 of 1

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To: Division of Corporations
Fax Number: 1 (850) 617-6392

From: Account Name: EUS-AM GROUP CONSULTANTS LLC
Account Number: 120010000000
Phone: 1 (954) 616-3886
Fax Number: 1 (877) 800-1111

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Email Address:

Minerva FLORIDA LIMITED LIABILITY CO. Group LLC

Certificate of Status	1
Certified Copy	0
Page Count	04
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Electronic Filing Menu Corporate Filing Menu Help

Dated April 28
Thanks.

FAX AUDIT # H10000102967 3

2010 APR 29 AM 11:02

ARTICLES OF ORGANIZATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

MINERVA GROUP LLC

The undersigned, for the purposes of forming a limited liability company under the Florida Limited Liability Act, hereby adopts the following Articles of Organization.

ARTICLE I NAME

The name of the limited liability company shall be "MINERVA GROUP LLC"

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this limited liability company is 1801 Pine Island Road, Plantation, FL 33322.

ARTICLE III EFFECTIVE DATE

These Articles of Organization shall be effective on April 28, 2010 upon approval of the Secretary of State, State of Florida.

ARTICLE IV DURATION

Subject to the provisions of Article 9, the Company's existence shall terminate no later than 50 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

Fernand Lamothe
1801 N. Pine Island Rd, Suite # 210
Plantation, FL 33322
(954) 636-3886

FAX AUDIT # H10000102967 3

FAX AUDIT # H10000102967 3

ARTICLE V PURPOSES AND POWERS

The Company may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE VI REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Company is Fernand Lamothe, 1801 N. Pine Island Rd, Suite # 210, Plantation, Florida 33322

ARTICLE VII MANAGEMENT

The Managers of the Company shall be:

Operating Manager: William Lacoursière MGR
3906 Marie-Victorin,
Varennnes, Quebec, Canada
J3X 1P7

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SECRETARY OF STATE

ARTICLE VIII ADMISSION OF NEW MEMBERS

No additional member(s) shall be admitted to the Company except with the unanimous written consent of all member(s) of the Company and upon such terms and conditions as shall be determined by all member(s). A member may transfer his or her interest in the Company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE IX TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company; unless the business of the Company is continued by the consent of all the remaining members, provided there are at least one remaining member.

FAX AUDIT # H10000102967 3

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ARTICLE X MEMBERS

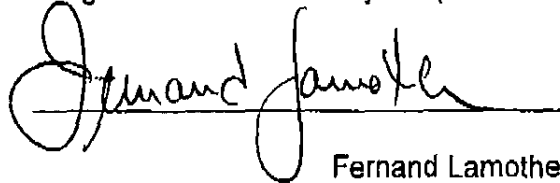
The Manager of the Company shall be elected by the member(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the member of the Company is:

Minerva Group Inc.
1361A Maisonneuve Est,
Montreal, Quebec, Canada
H2L 2A8

ARTICLE XI CLASSIFICATION

It is the intent of the members that the Company be classified as a disregarded entity for federal income tax purpose.

The undersigned has executed these Articles of Organization this 28th day of April 2010.


Fernand Lamothe

CERTIFICATE DESIGNATING THE ADDRESS

AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

Having been named to accept service of process for Company, at the place designated in its Articles of Organization, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: April 28, 2010.


FERNAND LAMOTHE
Registered Agent

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