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FLORIDA LIMITED LIABILITY CO.
DERWICK ASSOCIATES USA, LLC.

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I NAME

The name of the Limited Liability Company is: **DERWICK ASSOCIATES USA, LLC.**

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

1050 LEE WAGENER BLVD SUITE 200-201
FT.LAUDARDALE, FL 33315

ARTICLE III REGISTERED AGENT, REGISTERED OFFICE AND REGISTERED AGENT'S SIGNATURE

The name and the Florida street address of the agent are:

LEOPOLDO BETANCOURT

(NAME)

1050 LEE WAGENER BLVD SUITE 200-201

FLORIDA STREET ADDRESS (P.O.BOX NOT ACCEPTABLE)

FT.LAUDERDALE, FL 33315

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT AS PROVIDED FOR THE CHAPTER 608, F.S.

Registered Agent's Signature

ARTICLE IV MANAGEMENT

Management of this limited liability company is reversed to its members, whose names and addresses are as follows:

LEOPOLDO BETANCOURT
AV. FCO DE MIRANDA TORRE KYRA PH 1
CAMPO ALEGRE, CARACAS, VENEZUELA 1060
MANAGER

PEDRO TREBHAU
AV. FCO DE MIRANDE TORRE KYRA PH 1
CAMPO ALEGRE, CARACAS, VENEZUELA 1060
MANAGER

GILBERT ENRIQUE DELEAUD
1050 LEE WAGENER BLVD SUITE 200-201
FT.LAUDARDALE, FL 33315
MANAGER

Executed by the undersigned members of the limited liability company this: 1ST day of December, 2010.

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Leopoldo Betancourt
Authorized Representative.

Pedro Trebbau
Authorized Representative.

Gilbert E Delleaud
Authorized Representative