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LIMITED LIABILITY COMPANY

calltex l.l.c.

Certificate of Status	0
Certified Copy	1
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(A)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

CALLTEX L.L.C.

ARTICLE II - Address:

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

520 Brickell Key Drive, Suite 0-305
Miami, Florida 33131

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

Perpetual

ARTICLE IV - Management

(check and complete the appropriate statement)

The Limited Liability Company is to be managed by a manager and the name and address of such initial manager is:

Horacio Razuk
520 Brickell Key Drive, Suite 0-305
Miami, Florida 33131

Prepared by:

MARCO E. ROJAS, ESQ.
Florida Bar No.: 940453
Freeman, Buttermann, Haber & Rojas, LLP
520 Brickell Key Drive, 0-305
Miami, Florida 33131

(305) 374-3800

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of **CALLTEX L.L.C.** deposes and says:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member is \$ 1,000
- 3) if any, the agreed value of property other than cash contributed by member is \$
- 4) the amount of cash or property anticipated to be contributed by member is \$
- 5) the total amounts of 2,3 and 4 is \$ 1,000

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Signature of a member or authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Horacio Rzyk

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

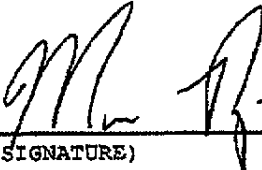
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is:
CALLTEX L.L.C.
- 2. The name and address of the registered agent and office is:

Marco E. Rojas, Esq.
 Florida Bar No. 940453
 Freeman, Buttermann, Haber & Rojas, LLP
 520 Brickell Key Drive, Suite 0-305
 Miami, Florida 33131

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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.



 (SIGNATURE)

5/18/99
 (DATE)

Filing Fee: \$35 for Designation of Registered Agent

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