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To: Division of Corporations
Fax Number : (850)922-4003

From: Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

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LIMITED LIABILITY COMPANY

Capital Invest LLC

Certificate of Status	1
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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Capital Invest LLC

Article II. Address

The Company's street and mailing address is:
Capital Invest LLC
1500 N. Federal Highway
Ft. Lauderdale FL 33304

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Corporate Creations Enterprises Inc.
941 Fourth Street #200
Miami Beach FL 33139

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.

H. James Montaivo | FL Bar Member 887056
H. James Montaivo, P.A.
801 Brickell Avenue
Suite 1000
Miami FL 33131
305-349-2900 x3002
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Article V. Management

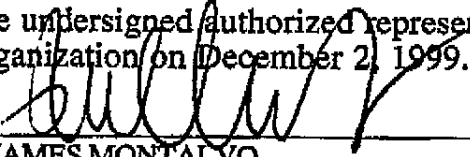
This will be a manager-managed company. The name of each manager is:

F. Ronald Mastriana

Article VI. Company Existence

The Company's existence shall begin effective as of December 2, 1999.

The undersigned authorized representative of a member executed these Articles of Organization on December 2, 1999.



H. JAMES MONTALVO
by L.A. Uriarte as attorney-in-fact

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Capital Invest LLC

REGISTERED AGENT/OFFICE:

**Corporate Creations Enterprises Inc.
941 Fourth Street #200
Miami Beach FL 33139**

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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 ENTERPRISES INC.
Luis A. Uriarte, President

Date: December 2, 1999

H. James Montalvo | FL Bar Member 887056
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