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

From:
Account Name : FLORIDA INCORPORATORS, INC.
Account Number : 075350000473
Phone : (305) 661-8503
Fax Number : (603) 761-7427

EFFECTIVE DATE
3-10-00

00 MAR 15 PM 2:00
Mark Hankins

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00 MAR 16 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

Fabienne Investments LLC

ALI

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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ARTICLES OF ORGANIZATION FOR

Fabienne Investments, LLC,

A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company ^{EFFECTIVE DATE}

Fabienne Investments, LLC

3-10-00

ARTICLE II - Address:

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

Fabienne Investments, LLC
c/o Mark Hankins
1221 Brickell Ave. Ste. 900
Miami, FL 33131

ARTICLE III - Duration:

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

30 years

ARTICLE IV - Management:

The Limited Liability Company is to be managed by a manager who shall solely be empowered to act on behalf of the Limited Liability Company, and the name and address of the manager is:

FLORIDA INCORPORATORS, INC.
1221 BRICKELL AVE, STE. 900 1
MIAMI, FL 33025
(305) 661-8503

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Ms. Verena Eulanda JEFFERS
Craddock Road, Charlestown
Nevis, West Indies)

Manager

ARTICLE V - Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

The remaining members may admit additional members upon the majority vote of the remaining members consenting to the admission of the additional member.

ARTICLE VI - Members Rights to Continue Business:

The right of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

The remaining members have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company upon the majority vote of the remaining members.

ARTICLE VII - Registered Agent:

The initial registered agent and registered office of the limited liability company shall be:

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Florida Incorporators, Inc.
1221 Brickell Ave. Ste. 900
Miami, FL 33131

ARTICLE VIII - Effective Date:

The effective date of these articles shall be March 10, 2000.

ARTICLE IX - Initial Membership and Percentages:

The initial membership and ownership percentages of the Limited Liability Company is as follows:

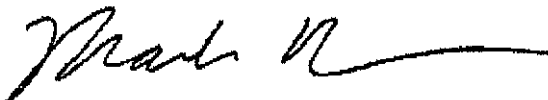
SHEARINGS COMPANY LTD. 62%
37 Regent Street
Belize City, Belize

HAWICK INTERNATIONAL S. A. 38%
37 Regent Street
Belize City, Belize

ARTICLE XI - Initial Capitalization:

The initial capitalization of the Limited Liability Company shall be TEN MILLION DOLLARS (\$10,000,000).

DATED: March 10, 2000



Mark Hankins
Authorized Representative

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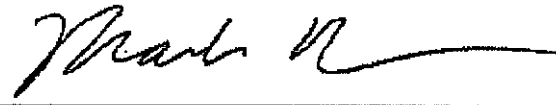
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ACCEPTANCE OF REGISTERED AGENT

I hereby declare I am familiar with and accept the duties and responsibilities as registered agent of the limited liability company.

FLORIDA INCORPORATORS, INC.

By: 

Mark Hankins
President

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