

certif



Apostille

(Convention de La Haye du 5 octobre 1961)

1. *District of Columbia*
United States of America

2. This public document has been signed by PATRICIA E. GRAYS

3. acting in the capacity of SUPERINTENDENT OF CORPORATIONS
CORPORATIONS DIVISION

~~D. C. DEPARTMENT OF CONSUMER & REGULATORY AFFAIRS~~

4. bears the seal/stamp of _____

CERTIFIED

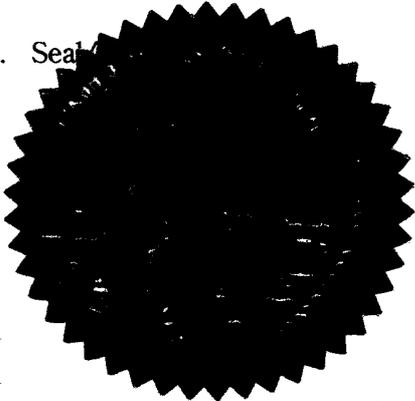
5. at Washington, D.C.

6. the 21ST day of APRIL 2008

7. by Secretary of the District of Columbia

8. No. 191721

9. Seal



10. Signature

STEPHANIE D. SCOTT

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS



C E R T I F I C A T E

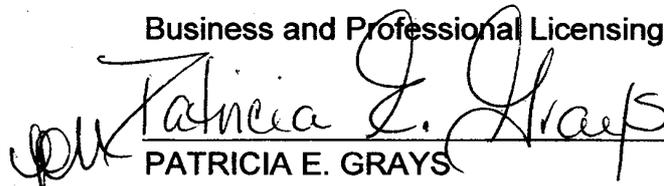
THIS IS TO CERTIFY that all applicable provisions of the District of Columbia Limited Liability Company Act have been complied with and accordingly, this **CERTIFICATE OF REGISTRATION** is hereby issued to:

GREEN FOREST HOLDINGS LLC

IN WITNESS WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed as of the **8th** day of **April, 2008**.

LINDA K. ARGO
Director

Business and Professional Licensing Administration

A handwritten signature in black ink, appearing to read "Patricia E. Grays", is written over a horizontal line.

PATRICIA E. GRAYS
Superintendent of Corporations
Corporations Division

Adrian M. Fenty
Mayor



ARTICLES OF ORGANIZATION

OF

GREEN FOREST HOLDINGS LLC

Pursuant to Title 29, Chapter 10 of the District of Columbia Code (the D.C. Limited Liability Company Act of 1994), the organizer named below adopts the following Articles of Organization:

FIRST: The name of the Limited Liability Company is:

GREEN FOREST HOLDINGS LLC

SECOND: The term of the Company's duration is perpetual.

THIRD: The purposes for which this limited liability company has been organized are as follows:

- (a) To carry on the business of a holding company, and to acquire by purchase, lease, concession, grant, license or otherwise such businesses, options, rights, privileges, lands, buildings, leases, underleases, stocks, shares, debentures, debenture stock, bonds, obligations, securities, reversionary interests, annuities, property and rights and interests in property as the company shall deem fit, and generally to hold, manage, develop, lease, sell or dispose of the same; and to vary any of the investments of the Company, to act as trustees of any deeds constituting or securing any debentures, debenture stock or other securities or obligations; to enter into, assist, or participate in financial, commercial mercantile, industrial and other transactions, undertakings and businesses, and to establish, carry on, develop and extend the same or sell, dispose or otherwise turn the same to account, and to coordinate the policy and administration of any companies of which the Company is a member or which are in any manner controlled by, or connected with the Company, and to carry on any or all of the business of capitalists, financial agents, mortgage brokers, rent and debt collectors, and general agents, merchants and traders; and to manufacture, buy, sell, maintain, repair and deal in plant, machinery, tools, articles and things of all kinds capable of being used for the purposes of the above mentioned businesses or any of them, or likely to be required by customers of or persons having dealings with the Company.
- (b) To carry on any other business (whether manufacturing or otherwise) which may seem to the Company capable of being conveniently carried on in connection with the above objects, or calculated directly or indirectly, to enhance the value of, or render more profitable any of the Company's property.
- (c) To purchase, take on lease in exchange, hire or by any other means acquire freehold, leasehold or any other property for any estate or interest whatsoever, any rights, privileges or easements, over or in respect of any property and any buildings, offices, factories, mills, works, wharves, roads, railways, tramways, machinery, engines, rolling stock, plant, live and dead stock, barges, vessels or things, and for real or personal property or rights whatsoever which



FILE COPY
4-8-08

may be necessary for, or may be conveniently used with, or may enhance the value of any other property of the Company.

- (d) To apply for, purchase or by other means acquire and protect, prolong and renew, any patents, patent rights, licenses, protections and concessions which may appear likely to be advantageous or useful to the Company, and to use and turn to account and manufacture under, or grant rights and privileges in respect of the same, and to expend money in experimenting upon and testing, and in improving or seeking to improve any patents, inventions, rights, which the Company may acquire or propose to acquire.
- (e) To acquire and undertake the whole or any part of the business, goodwill and assets of any person, firm or company carrying on or proposing to carry on, and as part of the consideration for such acquisition to undertake all or any of the liabilities of such person, firm, or company, or to acquire an interest in, amalgamate with, or enter into any arrangement for sharing profits, or for cooperation, or for limiting competition, or for mutual assistance with any such person, firm or company, and to give or accept by way of consideration for any of the acts or things aforesaid or property acquired, any shares, debentures, debenture stock or securities that may be agreed upon, and to hold and retain, or sell, mortgage and deal with any shares, debentures, debenture stock or securities so received.
- (f) To improve, manage, cultivate, develop, exchange, let on lease or otherwise, mortgage, charge, sell, dispose of, turn to account, grant rights and privileges in respect of, or otherwise deal with all or any part of the property and rights of the Company.
- (g) To invest and deal with the moneys of the Company not immediately required in such ownership and upon such securities and in such manner as may from time to time be determined.
- (h) To lend and advance money or give credit to such person, firms or companies, and on such terms as may seem expedient and in particular to customers of and others having dealings with the Company, and to give guarantees and become surety for any such person firms or companies.
- (i) To borrow or raise money in such manner as the Company shall think fit, and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon the whole or any part of the Company's property or assets (whether present or future), to secure and guarantee the performance by the Company of any obligation or liability it may undertake.
- (j) To draw, make, accept, endorse discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments.
- (k) To apply for and obtain any legal authorization or provisional order for enabling the Company to carry any of its objects into effect or for effecting any modifications of the Company's Operating Agreement, or for any other purpose which may seem expedient, and to oppose any proceeding and applications which may seem calculated, directly or indirectly, to prejudice the Company's interests.



- (l) To enter into any arrangements with any governments or authorities (supreme, municipal, local or otherwise), or any corporations, companies or persons that may seem conducive to the attainment of the Company's objectives, or any of them and to obtain from any such government, authority, corporation, company, or person any charters, contracts, decrees, rights, privileges and concessions which the Company may think desirable, and to carry out, exercise and comply with any such charters, contracts, decrees, orders, rights, privileges, concessions, and grants.
- (m) To subscribe for, take, purchase or otherwise acquire and hold shares or other interests in, or securities of any other company having objects altogether or in part similar to those of this Company or carrying on any business capable of being carried on so as, directly or indirectly to benefit this Company.
- (n) To remunerate any person, firm or Company rendering services to this Company, either by cash payment or by shares of ownership of the Company credited as paid up in full or in part or as otherwise as may be thought be expedient.
- (o) To pay all or any expenses incurred in connection with the promotion, formation, and organization of the Company.
- (p) To support and subscribe to any charitable or public object, and institution, society, or club which may be for the benefit of the Company or its employees, or may be connected with any town or place where the Company carries on business; to give pensions or charitable aid to any person or persons who may have served the Company, or the wives, children, or other relatives of such persons, to make payment towards insurance, and to form or contribute toward provident and benefit funds for the benefit of any person employed by the Company.
- (q) To promote any other company for the purpose of acquiring the whole or any part of the business or property and undertaking any of the liabilities of this company, or undertaking any business or operations which may appear likely to assist or benefit this company, or to enhance the value of any of the business or property of this company, and to place or guarantee the placing of, underwrite, subscribe for, or otherwise acquire all or any part of the shares or securities of any such company as aforesaid.
- (r) To sell or otherwise dispose of the whole or any part of the business or property of the Company, either together or in portions.
- (s) To distribute among the members of the Company any property of the Company, including any shares, debentures, or stock of other companies, which may belong to this Company, or of which, this Company may have the power of disposing.
- (t) To procure the Company to be registered or recognized in any foreign country or place.
- (u) To do all such other things as may be deemed incidental or conducive to the attainment of the above objects, or any of them. It is hereby expressly declared that each sub-clause of this Clause shall be construed independently of the other sub-clause hereof, and that none of the objects mentioned in any sub-clause shall be deemed merely subsidiary to the objects mentioned in the other sub-clause. Provided always that the provisions of this Clause shall be



subject to the Company obtaining where necessary, for the purpose of carrying any of its objects into effect, such license, permit or authority as may be required by law.

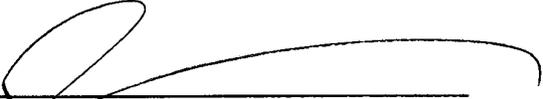
(v) And for any other lawful purposes permitted to limited liability companies under the laws of the District of Columbia.

FOURTH: The address of the initial registered office of the limited liability company is 1629 K Street, N.W., # 300 Washington, DC 20006 and the name of the initial registered agent at such address is: Corporate Creations Network, Inc.

FIFTH: The Company shall have the initial capitalization of one thousand US dollars (\$1000).

SIXTH: The Company shall be managed by the Manager. The Sole Manager of the Company who shall be: PAMELA D. HALL at 53rd Street, Urbanización Marbella, MMG Tower, 16th floor, Panama City, Republic of Panama.

SEVENTH: To the fullest extent permitted by the D.C. Limited Liability Act of 1994, all members, managers, or other persons of the limited liability company shall be indemnified and held harmless from and against any and claims and demands.


David S. Luntz, Organizer
509 Madison Avenue
Suite 2002
New York, NY 10022

