

Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

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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

EFFECTIVE DATE  
12-5-00

LIMITED LIABILITY COMPANY

Prairie Florida Properties, LC

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$130.00

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TALLAHASSEE, FLORIDA

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Prairie Florida Properties, LC

### Article II. Address

The Company's street and mailing address is:

Prairie Florida Properties, LC  
240 Crandon Blvd.  
Suite 101  
Key Biscayne FL 33149

EFFECTIVE DATE  
12-5-00

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DIVISION OF CORPORATIONS  
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### Article III. Registered Agent

The name and street address of the Company's registered agent is:

Raul J. Sanchez De Varona  
145 Madeira Avenue  
Suite 310  
Coral Gables FL 33134

### 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.

Raul J. Sanchez De Varona | FL Bar Member 0844731  
Raul J. Sanchez De Varona, P.A.  
145 Madeira Avenue  
Suite 310  
Coral Gables FL 33134  
305-443-8600  
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Article V. Management

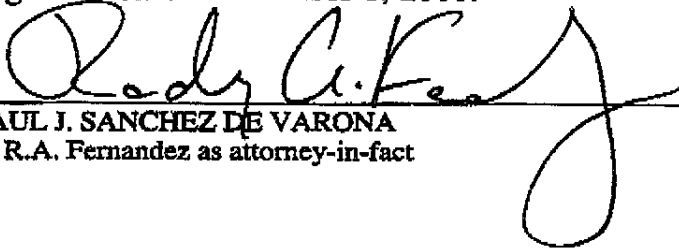
This will be a manager-managed company. The name of each manager is:

Miguel Angel Barbagallo  
Edgardo Defortuna  
Juan Pablo Bayona

Article VI. Company Existence

The Company's existence shall begin effective as of December 5, 2000.

The undersigned authorized representative of a member executed these Articles of Organization on December 6, 2000.



RAUL J. SANCHEZ DE VARONA  
by R.A. Fernandez as attorney-in-fact

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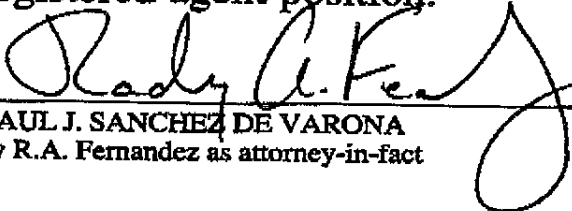
## STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:  
Prairie Florida Properties, LC

REGISTERED AGENT/OFFICE:  
Raul J. Sanchez De Varona  
145 Madeira Avenue  
Suite 310  
Coral Gables FL 33134

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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.

  
RAUL J. SANCHEZ DE VARONA  
by R.A. Fernandez as attorney-in-fact

Date: December 6, 2000

Raul J. Sanchez De Varona | FL Bar Member 0844731  
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