

**L02000003318**

**Florida Department of State**

**Division of Corporations**

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**To:**  
Division of Corporations  
Fax Number : (850) 205-0383

**From:**  
Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255:  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

**LIMITED LIABILITY COMPANY**

**tierra holdings, l.l.c.**

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(A)

ARTICLES OF ORGANIZATION  
OF  
**TIERRA HOLDINGS, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the laws of the State of Florida, hereby adopts the following Articles of Organization:

Article I  
Name

The name of the limited liability company is:  
**TIERRA HOLDINGS, L.L.C.**

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Article II  
Nature of the Business and Mailing Address

The Company is organized for the purpose of transacting any or all lawful business. The mailing address and the street address of the Company's initial principal office is:

Attn: Manuel J. Vadillo Esq.  
631 SE 2nd Place  
Hialeah, FL 33010.

Article III  
Duration

The Company shall exist on the date of filing of these Articles with the Secretary of State of the State of Florida. The duration of the Company shall be perpetual.

Article IV  
Management

(a). Number. This Company shall initially be managed by (3) managers. The number of managers may be increased or diminished from time to time by the Members. The managers hereby appointed by the Members shall serve until the first annual meeting of the Members, or until her successor(s) is elected and qualify.

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(b). Initial Managers. The name and street address of the initial manager of the Company is:

<u>Names</u>	<u>Street Address</u>
Julio Almeyda	6301 Collins Ave Apt# 1504 Miami Beach, FI 33141
Tony Kunkel	470 SW 26 Road Miami, FI 33129
Manuel J. Vadillo	631 SE 2nd Place Hialeah, FI 33010

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#### Article VI

#### Continuation of Death, Retirement, Etc. of Members

The remaining Members of the limited liability company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued Membership of a Member in this Company. The Company shall terminate upon consent of all Members or as otherwise provided in accordance with the terms of the Company's Regulations.

#### Article VII

#### Initial Registered Office and Agent

The name and street address of the initial registered agent is:

Manuel J. Vadillo, Esq.  
300 SW 107th Ave  
Suite 204  
Miami, FI 33174

#### Article IX

#### Amendment

This Company reserves the right to amend or repeal any provision

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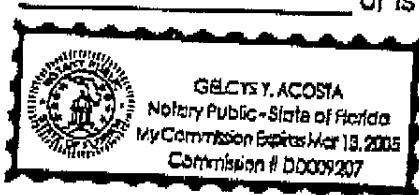
contained in these Articles of Organization, and any right conferred upon the Members is subject to this reservation.

IN WITNESS WHEREOF, the undersigned authorized representative of the Members has executed these Articles the 29th day of January, 2002.

Manuel J. Vadillo  
Manuel J. Vadillo, Authorized  
Representative

STATE OF FLORIDA     ]  
                                  ] SS:  
COUNTY OF DADE     ]

The foregoing instrument was acknowledged before me this 29th day of January 2002 by MANUEL J. VADILLO, who has produced as identification \_\_\_\_\_ or is personally known to me.



Gelcy Y. Acosta  
Notary Public, State of Florida at large

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### ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated limited liability Company, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Manuel J. Vadillo  
Manuel J. Vadillo, Esq.

Dated: 1/29/02

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