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LIMITED LIABILITY COMPANY

pacific 99 group, l.l.c.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 16, 2003

EMPIRE

SUBJECT: PACIFIC 99 GROUP, L.L.C.
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

HUBBARD 247471
ARTICLES OF ORGANIZATION

OF

PACIFIC 99 GROUP, L.L.C.

ARTICLE I

Name of Company

The name of the Company is PACIFIC 99 GROUP, L.L.C.

ARTICLE II

Effective Date

This Company is organized pursuant to chapters 608 of the Florida statutes, and shall have a perpetual existence. The effective date of these Articles shall be the date of receipt by the Florida Department of State.

ARTICLE III

Purpose of Business

The purpose of this Company is to engage in the transaction of any and all business permitted under the laws of the United States and this State.

ARTICLE IV

Principal Place of Business

The principal place of business and mailing address of this Company shall be:

44 West Flagler Street
Suite 1575
Miami, Florida 33130

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2003

Prepared by: Manuel Arthur Mesa, Esq.
44 West Flagler Street, Suite 1575
Miami, Florida 33130
Telephone: (305) 853-1000
PHN: 0885819

HUBBARD 247471

ARTICLE V

Registered Office

The initial street address of the registered office of the Company is:

Suite 1575
44 West Flagler Street
Miami, Florida 33130

The Board of Managers may from time to time move the registered office to any other address in Florida.

ARTICLE VI

Registered Agent

The initial registered agent of the Company for purposes of accepting service of process pursuant to Chapter 608 and Section 48.091, Florida Statutes, and located at the initial registered office, shall be:

Manuel Arthur Mesa, Esquire

ARTICLE VII

Management

The business of this Company shall be managed by a Board of Managers which shall consist of not less than one (1), and not more than nine (9) Managers, as shall from time to time be designated in the By-Laws of this Company, and a majority thereof shall constitute a quorum for the transaction of all business. The initial Managers shall be:

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AND

JORGE KASABDJI

JOSE TROITINO

JUAN J. STEFANO

These Managers shall serve as Managers until the First Annual Meeting of Members or until their successors are elected and qualify.

ARTICLE VIII

Member Initiating Articles of Organization

The name and address of the member signing these documents:

Manuel Arthur Mesa, Esq.
Suite 1575
44 West Flagler Street
Miami, Florida 33130

ARTICLE IX

By-Laws

The By-Laws of this Company may be created, amended, or changed by either the Members or the Board of Managers, at any regular or duly scheduled special meeting.

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ARTICLE X

Officers

This Company shall have, in addition to a President, Vice-President, Secretary and/or Treasurer, such other additional officers as may be created from time to time by and under the authorization of its By-Laws. All officers and agents shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be described by the By-Laws or determined by the Board of Managers. Any person may hold two or more offices.

ARTICLE XI

Amendment

These Articles of Organization may be amended, changed, altered or repealed only by the Members.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization on this 15 day of October, 2003.



MANUEL ARTHUR MESA, ESQ.
MEMBER

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SECRETARY OF STATE
AND ADMINISTRATOR
TALLAHASSEE, FLORIDA

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned does hereby accept appointment as Registered Agent, simultaneously with being so designated, on which process may be served within the State of Florida for the proposed Company named in the foregoing Articles of Organization. The Registered Agent is familiar with, and accepts, the obligations of that position.



Manuel Arthur Mesa
Member

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