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LIMITED LIABILITY COMPANY
VILLAGE CONSULTANTS ASSOCIATES, LLC

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ARTICLES OF ORGANIZATION
FOR

VILLAGE CONSULTANTS ASSOCIATES, LLC.

The undersigned, for purpose of forming a limited liability Company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I
NAME

The name of the limited liability company is VILLAGE CONSULTANTS ASSOCIATES, LLC (the "Company").

ARTICLE II
PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company is: C/o 1001 Brickell Bay Drive, Suite 1812, Miami, FL 33131.

ARTICLE III
MANAGEMENT

The Company is to be managed by two managers and is, therefore, a manager-managed company. The managers shall be elected from time to time by its Board of Directors.

ARTICLE IV
INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of two (2) members. This number may be increased or decreased from time to time but shall never be less than one. The names and addresses of the persons who will serve on the board of directors are:

Name	Address
Leonardo Brito	1001 Brickell Bay Drive, Suite 1812, Miami, FL 33131.
Andres Fischer	1001 Brickell Bay Drive, Suite 1812, Miami, FL 33131.

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ARTICLE V
REGISTERED AGENT, REGISTERED OFFICE AND
REGISTERED AGENT'S SIGNATURE

The name and the street address of the Company's registered agent in Florida are:

Leonardo F. Brito
Name
1001 Brickell Bay Drive, Suite 1812
Street Address
Miami, FL 33131
City, State Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent provide for in Florida Statutes Chapter 608.


Registered Agent's Signature

IN WITNESS WHEREOF, the undersigned authorized representative, in accordance with Florida Statutes Section 608.408(3), affirms under the penalties of perjury that the facts stated herein are true and, further, makes and subscribes these Articles of Organization in Miami, Florida, this 26 day of March, 2004.


Leonardo F. Brito

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