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LIMITED LIABILITY COMPANY

PIER 43, L.L.C.

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**ARTICLES OF ORGANIZATION
FOR
PIER 43, L.L.C.
(A Florida Limited Liability Company)**

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ARTICLE I - Name:

The name of the limited liability company is "PIER 43, L.L.C." (the "Limited Liability Company").

ARTICLE II - Duration:

The period of duration for the Limited Liability Company shall commence on the date on which these Articles of Organization are filed with the Department of State of the State of Florida, and shall be perpetual.

ARTICLE III - Purpose:

The Limited Liability Company is formed to engage in any lawful act or activity for which limited liability companies may be organized under the Florida Limited Liability Company Act (Section 608.401, et. seq., Florida Statutes).

ARTICLE IV - Address:

The mailing and street address of the principal office of the Limited Liability Company shall be 1930 Harrison Street, Suite 202, Hollywood, Florida 33020.

ARTICLE V - Management:

The management of the Limited Liability Company is reserved to the members. The members of the Limited Liability Company are:

Pablo Hoberman
1930 Harrison Street, Suite 202
Hollywood, Florida 33020

Gamburd Holdings, L.L.C.
1930 Harrison Street, Suite 202
Hollywood, Florida 33020

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Sergio Waisman
1930 Harrison Street, Suite 202
Hollywood, Florida 33020

Carlos Fernando Frost
1930 Harrison Street, Suite 202
Hollywood, Florida 33020

Julian Telias
1930 Harrison Street, Suite 202
Hollywood, Florida 33020

Andres Cotton
1930 Harrison Street, Suite 202
Hollywood, Florida 33020

Ernesto Frost
1930 Harrison Street, Suite 202
Hollywood, Florida 33020

Gerardo Zuchounicki
1930 Harrison Street, Suite 202
Hollywood, Florida 33020

Latheron, L.L.C.
1835 N.E. Miami Gardens Drive, Suite 129
North Miami Beach, Florida 33179

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ARTICLE VI - Registered Agent:

The registered agent for service of process on the Limited Liability Company shall be Daniel Gamburd, 1930 Harrison Street, Suite 202, Hollywood, Florida 33020.

ARTICLE VII - Debt and Contractual Liability

Any member may contract debt and/or incur contractual liability by or on behalf of the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned hereby affirm under the penalties of perjury that the facts stated hereinabove are true and have executed this instrument as of this 23rd day of July, 2004.



DANIEL GAMBURD, Authorized
Representative of Member

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SERBER ASSOC

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for the above stated Limited Liability Company, DANIEL GAMBURD, states that he is familiar with and hereby agrees to act in this capacity, and agrees to comply with the obligations of said position.

Dated this 23rd day of July, 2004.

By: 
DANIEL GAMBURD, Registered Agent

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