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LAW OFFICES
MARILYN D. GREENBLATT, P.A.
3211 PONCE DE LEON BOULEVARD
SUITE 208
CORAL GABLES, FLORIDA 33134

TELEPHONE (305) 442-0506
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MARILYN D. GREENBLATT
ADMITTED IN FLORIDA
AND CALIFORNIA

November 5, 2004

Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Santa Maria Ventures, LLC
Our File No.: 0271-08

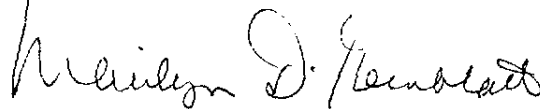
To Whom It May Concern:

Enclosed please find the original and two (2) copies of Articles of Organization for Santa Maria Ventures, LLC, together with Marilyn D. Greenblatt, P.A. Operating Account check number 2498, dated November 5, 2004, payable to the Department of State in the amount of \$130.00, representing payment for filing fees for this new company, including a Certificate of Status.

Kindly return the extra copy stamped "filed." The certified copy, evidencing formation of this new company should be sent to the undersigned. I have enclosed a self-addressed, stamped envelope for your convenience.

Should you have any questions regarding this letter or any of the enclosures or require anything additional in connection with this matter, please do not hesitate to contact me.

Sincerely,



Marilyn D. Greenblatt

MDG

Enclosures

C:\Client Files\0271-08\SECYSTATE-LTR.wpd

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ARTICLES OF ORGANIZATION
OF
SANTA MARIA VENTURES, LLC

ARTICLE I - NAME

The name of the Limited Liability Company is Santa Maria Ventures, LLC (the "Company").

ARTICLE II - ADDRESS

The street address of the principal office and the mailing address of the Company is 5773 S. W. 49th Street Miami, Florida 33155.

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ARTICLE III - REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the Company and the name of the initial registered agent of the Company at such office is:

<u>Name</u>	<u>Address</u>
Olga Luis	5773 S. W. 49 th Street Miami, Florida 33155

ARTICLE IV - MANAGEMENT

The Company will be managed by a board of managers as provided under the terms of its Operating Agreement. The name and address of the initial members of the board of managers of the Company who

shall serve until their successors are elected and qualified as provided under the terms of the Operating Agreement are:

<u>Name</u>	<u>Address</u>
Olga Luis (MGRM)	5773 S. W. 49 th Street Miami, Florida 33155
Susy Hoyos (MGRM)	8410 S. W. 43 rd Street Miami, Florida 33155
Marcela Medina (MGRM)	637 Alvarado Street San Francisco, California 94114

ARTICLE V - COMMENCEMENT

The Company shall commence on the date on which the Articles of Organization are filed with the Secretary of State.

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ARTICLE VI - ORGANIZING MEMBER


The name and address of the member signing these Articles of Organization is:

<u>Name</u>	<u>Address</u>
Olga Luis	5773 S. W. 49 th Street Miami, Florida 33155

ARTICLE VII - OPERATING AGREEMENT

The power to alter, amend or repeal the Operating Agreement shall be vested in the members of the Company.

IN WITNESS WHEREOF, the undersigned member has made, subscribed to and executed these Articles of Organization on this 4th day of November, 2004.




Olga Luis, Member

ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT

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TALLAHASSEE, FLORIDA

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 as provided for in Chapter 608, Florida Statutes.



Olga Luis