Division of Corporation Cooperation Cooper

Division of Corporations Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H050000194313)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850)205-0383

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.

Account Number: 110432003053 Phone: (305)672-0686 Fax Number: (305)672-9110

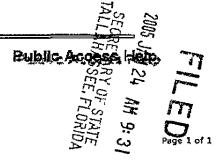
LIMITED LIABILITY COMPANY

LATOF HOLDINGS, LLC

| Certificate of Status | 1 |
|-----------------------|----------|
| Certified Copy | 0 |
| Page Count | 04 |
| Estimated Charge | \$130.00 |

Ejectronic Filing Menu.

Corporate Filling



H0500b019431

ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is: LATOF HOLDINGS, LLC

Article II. Address

The Company's street and mailing address is: LATOF HOLDINGS, LLC 1820 North Corporate Lakes Blvd. Suite 207 Weston FL 33326

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Isabel Martinez 1820 North Corporate Lakes Blvd. Suite 207 Weston FL 33326

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Corporate Creations International Inc. 941 Fourth Street Miami Beach FL 33139 (305) 672-0686

H05000019431

Capyright © 1993-2004 CC

H05000019431

Article V. Management

This will be a manager-managed company. The name and address of each manager is:

CARLOS PULIDO 1820 North Corporate Lakes Blvd. Suite 207 Weston FL 33326 DANIEL PULIDO 1820 North Corporate Lakes Blvd. Suite 207 Weston FL 33326 ENRICO MADÎA 1820 North Corporate Lakes Blvd. Suite 207 Weston FL 33326

Article VI. Company Existence

The Company's existence shall begin effective as of January 24, 2005.

The undersigned authorized representative of a member executed these Articles of Organization on January 24, 2005.

CORPORATE CREATIONS INTERNATIONAL INC.

Franco E. Cammarata Vice President and Counsel

by D. Stoutt as attorney-in-fact

Corporate Creations International inc. 941 Fourth Street Miami Beach FL 33139 (305) 672-0686

H05000019431

STATEMENT OF REGISTERED AGENT

LATOF HOLDINGS, LLC

REGISTERED AGENT/OFFICE:

Isabel Martinez 1820 North Corporate Lakes Blvd. Suite 207 Weston FL 33326

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

ISABEL MARTINEZ

by D. Stoutt as attorney-in-fact

Date: January 24, 2005

Corporate Creations International Inc. 941 Fourth Street Miami Beach FL 33139 (305) 672-0686