

LOS000096229

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

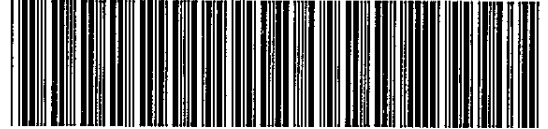
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

J. Shivers SEP 30 2005

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Navicon International, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Roy Gonzalez
(Name of Person)

Roy Gonzalez, P.A.
(Firm/Company)

9100 South Dadeland Boulevard, Suite 415
(Address)

Miami, Florida 33156
(City/State and Zip Code)

For further information concerning this matter, please call:

Roy Gonzalez at (786) 512-9796
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)
- \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
NAVICON INTERNATIONAL, LLC**

ARTICLE I

NAME

The name of the limited liability company is Navicon International, LLC (hereinafter the "Company").

ARTICLE II

ADDRESS

The mailing address of the principal office of the Company is:

9100 South Dadeland Boulevard, Suite 415
Miami, Florida 33156

The street address of the principal office of the Company is:

9100 South Dadeland Boulevard, Suite 415
Miami, Florida 33156

ARTICLE III

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Company's initial registered office in the State of Florida is 9100 South Dadeland Boulevard, Suite 415, Miami, Florida 33156, and the name of its initial registered agent at such office is Roy Gonzalez.

ARTICLE IV

MANAGEMENT

The Company is to be managed by managers, who shall serve as managers until the first annual meeting of members or until their successors are duly elected and qualified. The Company's initial managers and their respective addresses are:

Carlos Zanzottera
9100 South Dadeland Boulevard, Suite 415
Miami, Florida, 33156

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Gustavo Zanzottera
9100 South Dadeland Boulevard, Suite 415
Miami, Florida, 33156

Roy Gonzalez
9100 South Dadeland Boulevard, Suite 415
Miami, Florida 33156

ARTICLE V

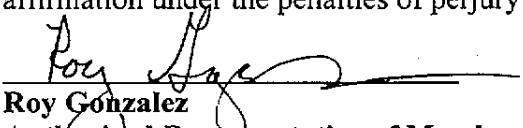
INDEMNIFICATION

The Company shall indemnify and shall advance expenses on behalf of its officers and managers to the fullest extent authorized or permitted by law, as now or hereafter in effect, and such right to indemnification shall continue as to a person who has ceased to be a manager or officer of the Company and shall inure to the benefit of his heirs, executors and personal and legal representatives; provided, however, that, except for proceedings to enforce rights to indemnification, the Company shall not be obligated to indemnify any manager or officer (or his or her heirs, executors or personal or legal representatives) in connection with a proceeding (or part thereof) initiated by such person unless such proceeding (or part thereof) was authorized or consented to by the Company's Members.

The right to indemnification conferred by this Article V shall include the right to be paid by the Company the expenses incurred in defending or otherwise participating in any proceeding in advance of its final disposition. The Company may, to the extent authorized from time to time by the Company's Members, provide rights to indemnification and to the advancement of expenses to employees and agents of the Company similar to those conferred in this Article V to managers and officers of the Company.

The rights to indemnification and to the advancement of expenses conferred in this Article V shall not be exclusive of any other right that any person may have or hereafter acquire under these Articles of Organization, the Company's operating agreement, any statute, agreement, vote of the Company's members or the Company's disinterested managers or otherwise. Any repeal or modification of this Article V shall not adversely affect any rights to indemnification and to the advancement of expenses of a manager or officer of the Company existing at the time of such repeal or modification with respect to any acts of omissions occurring prior to such repeal or modification.

In accordance with F.S. 608.408(3), the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated in these Articles are true.

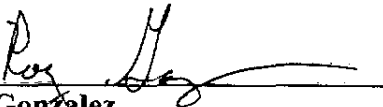

Roy Gonzalez
Authorized Representative of Members

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT & REGISTERED OFFICE**

Under the provisions of F.S. 608.415, the undersigned limited liability company submits the following statement to designate a registered office and registered agent in the State of Florida.


1. The name of the limited liability company is Navicon International, LLC.
2. The name and the Florida street address of the registered agent are:

Roy Gonzalez
9100 South Dadeland Boulevard
Suite 415
Miami, Florida, 33156



Roy Gonzalez
Authorized Representative of Members

Having been named as registered agent and to accept services 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.



Roy Gonzalez
Registered Agent for Navicon International, LLC

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