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LIMITED LIABILITY COMPANY

grupo city llc

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TALLAHASSEE, FLORIDA

4

**GRUPO CITY LLC
ARTICLES OF ORGANIZATION**

The undersigned, being duly authorized representative of a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company is **GRUPO CITY, LLC** (the "Company")

ARTICLE II. ADDRESS

The principal office and mailing address of the Company is:

**8160 GENEVA CT, A-109
MIAMI, FL 33166**

ARTICLE III. REGISTERED AGENT AND OFFICE

The Company designates 9655 SOUTH DIXIE HIGHWAY, SUITE 101, MIAMI, FL 33156 as the registered office of the Company and names Talieson Advisory Corp., the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE IV. MANAGEMENT

The Company is to be a Manager-managed company. The initial manager(s) of the Company is(are):

Sebastian Calarota- Manager

**Prepared by : Talieson Advisory Corp. (Yolanda Duran- Accountant)
9655 South Dixie Highway, Suite, 101, Pinecrest, FL 33156**

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ARTICLE V. DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of the Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated by the written agreement of a majority of ownership interest.

ARTICLE VI. PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VII. ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of a majority of the ownership interest of the Company, upon the written application of such new Member.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seals this October 3, 2005.



Yolanda Duran
Authorized Representative of the Members

Prepared by : Talieson Advisory Corp. (Yolanda Duran- Accountant)
9655 South Dixie Highway, Suite, 101, Pinecrest, FL 33156

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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for the Company named above, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that I am familiar with, and accept, the obligations of such position.

TALIESON ADVISORY, CORP

By: *Yolanda Duran*

Name: Yolanda Duran

Title: President

Dated: 10/03/05

Prepared by : Talieson Advisory Corp. (Yolanda Duran- Accountant)
9655 South Dixie Highway, Suite, 101, Pinecrest, FL 33156

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