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LIMITED LIABILITY COMPANY
PROGROUP L.L.C.

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2005 NOV 17 A 11: 22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 17, 2005

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PROGROUP L.L.C.

ARTICLE I - NAME

The name of the Limited Liability Company is

PROGROUP L.L.C.

Effective date November 17, 2005

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

1247 Alton Road
Miami Beach, FL 33139

ARTICLE III - REGISTERED AGENT & REGISTERED AGENT'S SIGNATURE

The name and the Florida street address of the registered agent are:

Oswaldo J. Diaz
7951 SW 40th Street
Suite 206
Miami, FL 33155

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 308, F.S.


Oswaldo J. Diaz

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV - MANAGER

The name the Florida street address of the manager or managing member is:

MGRM:
Enrique Prosen
1247 Alton Road
Miami Beach, FL 33139


Enrique Prosen

MGRM:
Maria Gallo
1247 Alton Road
Miami Beach, FL 33139


Maria Gallo

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)