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FLORIDA/FOREIGN LIMITED LIABILITY CO.

BIDA-USA, LLC

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Page Count	02
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DIVISION OF CORPORATION

**ARTICLES OF ORGANIZATION
OF
BIDA-USA, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, pursuant to Chapter 608 of the Florida Statutes, hereby makes, acknowledges and files the following Articles of Organization (the "Articles").

ARTICLE I. NAME

The name of the limited liability company is BIDA-USA, LLC (the "Company").

ARTICLE II. ADDRESS OF PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company shall be 16850 S. Glades Drive, Unit 3A North Miami Beach, FL 33162.

ARTICLE III. MANAGEMENT

The management of the Company is reserved to members, or officers of the members, that will be referred to as managing members. The name and address of the initial managing members are as follows:

Tony Silva
16850 S. Glades Drive
Unit 3A
North Miami Beach, FL 33162

Mario Seama
16850 S. Glades Drive
Unit 3A
North Miami Beach, FL 33162

Larry Pedrosa
16850 S. Glades Drive
Unit 3A
North Miami Beach, FL 33162

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ARTICLE IV. DURATION

The Company shall commence its existence on the date that the Articles are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved.

ARTICLE V. REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent of the Company in the State of Florida is Teresita Chavez Pedrosa, Esq., 2525 Ponce De Leon Boulevard, Suite 400, Coral Gables, Florida 33134.

These Articles of Organization have been executed on the date set forth under the name of the authorized representative of the managing members of the Company. In accordance with the terms of §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.

Dated: March 28, 2006



Teresita Chavez Pedrosa, Esq.
Authorized Representative

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of BIDA-USA, LLC, as the Registered Agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all applicable Florida laws relating to the proper and complete performance of her duties, and is familiar with and accepts the obligations of the position as Registered Agent.

Dated: March 28, 2006



Teresita Chavez Pedrosa, Esq.

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