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To: Division of Corporations  
Fax Number : (850)205-0383

From: Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305)634-3694  
Fax Number : (305)633-9696

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

imeca palmetto, l.l.c.

Certificate of Status	0
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**ARTICLES OF ORGANIZATION  
OF  
IMECA PALMETTO, L.L.C.**

The undersigned, being authorized to execute and file these Articles, hereby certify that:

**ARTICLE I**

The name of the Limited Liability Company is: **IMECA PALMETTO, L.L.C.**

**ARTICLE II**

The mailing address and street address of the principal office of the Limited Liability Company shall initially be located at 8400 N.W. 58<sup>th</sup> Street Miami, Florida 33166, or any other place upon which the members agree,

**ARTICLE III**

The period of duration for the Limited Liability Company shall be:  
Perpetual

**ARTICLE IV**

The Limited Liability Company is to be managed by a manager or managers who may be, but are not required to be, members of the Company. The name and address of the manager(s) who will serve as manager(s) until the first annual meeting of the members or until their/his successor is selected and qualified in accordance with the Regulations is as follows:

**TONY COCCHIOLA - 8400 N.W. 58<sup>th</sup> Street, Miami, Florida 33166**

**MICHELANGELO COCCHIOLA - 8400 N.W. 58<sup>th</sup> Street, Miami, Florida 33166**

**ARTICLE V**

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: By unanimous written consent of the existing members as per the terms of the Regulations.

**JORGE E. BLANCO, ESQ.  
1401 Ponce De Leon Boulevard, Suite 202  
Coral Gables, Florida 33134  
Telephone No.: (305) 444-0044  
Florida Bar No.: 197807**

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**ARTICLE VI**

The right, if given, of the members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall be as provided for in the written Regulations of the Company.

**ARTICLE VII**

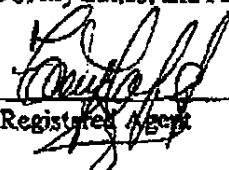
The name and the Florida street address of the registered agent and registered office are:

TONY COCCHIOLA- 8400 N.W. 58<sup>th</sup> Street, Miami, Florida 33166

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.

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TONY COCCHIOLA- Registered Agent

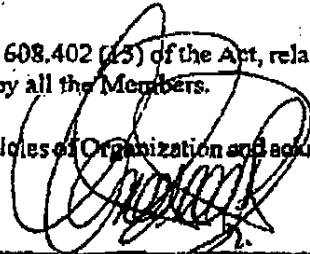
**ARTICLE VIII**

Purpose: The Company is organized to purchase, acquire, buy, sell, own, trade in, hold, develop, lease, manage, subdivide, and otherwise deal in and with the real property and improvements thereon, and to engage in such other lawful activities as are reasonably necessary, convenient, or incidental to that purpose or any other business permitted under the Act.

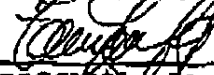
**ARTICLE IX**

Regulations: Any Regulations as defined in Section 608.402 (15) of the Act, relating to this Limited Liability Company must be in writing and signed by all the Members.

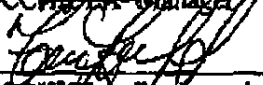
IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 26 day of January, 2007.



MICHELANGELO COCCHIOLA- Manager



TONY COCCHIOLA- Manager



TONY COCCHIOLA, Registered Agent

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

**STATE OF FLORIDA**

**COUNTY OF MIAMI-DADE**

I HEREBY CERTIFY, that on the 21 day of January, 2007, personally appeared before me, TONY COCCHIOLA, and MICHELANGELO COCCHIOLA to me well known or who have provided their Florida Drivers' Licenses, as identification.

IN WITNESS WHEREOF, I have set my hand and official seal at Miami, County of Miami-Dade, State of Florida, the day and year above written.



*Jennifer I. Bacuyilma*  
\_\_\_\_\_  
Notary Public, State of Florida

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TALLAHASSEE, FLORIDA

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My Commission Expires:

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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE**

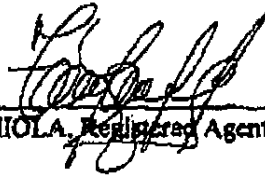
**PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.**

The name of the Limited Liability Company is: **IMECA PALMETTO, L.L.C.**

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

**TONY COCCHIOLA- 8400 N.W. 58<sup>th</sup> Street, Miami, Florida 33166**

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.



TONY COCCHIOLA, Registered Agent

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