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To: Division of Corporations
Fax Number : (850) 617-6383

L. SELLERS

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

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EXAMINER

FLORIDA/FOREIGN LIMITED LIABILITY CO.

espiga holdings, llc

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**ARTICLES OF ORGANIZATION
OF
ESPIGA HOLDINGS, LLC**

The undersigned, being a 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 **ESPIGA HOLDINGS, LLC** (the "Company").

ARTICLE II

ADDRESS

The principal office and mailing address of the Company is:

325 South Biscayne Boulevard
Suite 3522
Miami, Florida 33131

ARTICLE III

REGISTERED AGENT AND OFFICE

The Company designates 500 South Pointe Drive, Suite 230, Miami Beach, Florida 33139 as the street address of the initial registered office of the Company and names Bratter Krieger LLP as the Company's initial registered agent at that address to accept service of process within this state.

This Instrument Prepared By:
Bratter Krieger, LLP
Matthew Krieger, Esq.
500 South Pointe Drive, Suite 230
Miami Beach, Florida 33139
Telephone: (305) 674-8472

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ARTICLE IV

MANAGEMENT

The Company shall be conducted, carried on, and managed by at least one (1) Manager. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company. The Manager, who shall serve in such capacity until her successor(s) are duly elected and qualified, shall be:

Manager: CARLOS A. ESPINOSA

ARTICLE V

OFFICERS

The Officer, who shall serve in such capacity until his successor(s) are duly elected and qualified, shall be:

President: CARLOS A. ESPINOSA

ARTICLE VI

DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of ownership interest.

ARTICLE VII

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 VIII

ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of a majority of the ownership interest of the Company, upon

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written application of such new Member, in the manner set forth in the Operating Agreement of the Company.

ARTICLE IX

OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 20th day of February, 2008.



Matthew Krieger, Esq.
Duly Authorized Representative of a
Member

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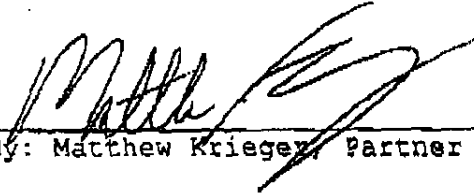
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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for **ESPIGA HOLDINGS, LLC**, 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 acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 20th day of February, 2008.

BRATTER KRIEGER LLP


By: Matthew Krieger, Partner

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