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

From: Account Name : HARPER MEYER #5  
Account Number : I20060000102  
Phone : (305) 577-3443  
Fax Number : (305) 577-9921

L. SELLERS

JUL 30 2008

EXAMINER

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TALLAHASSEE, FLORIDA

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Innovida Central Florida, LLC

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FAX NO.

PAGE 002/002

Florida Dept of State

P. 07

Leslie Sellers  
Regulatory Specialist II

FAX Aud. #: H08000179246  
Letter Number: 808A00042938

JUL-29-2008 TUE 02:20 PM

FAX NO.

P. 08

Mr. Jaffer Gularnabbas  
275 West Lake Mary Blvd.  
Sanford, Florida 32773

July 25, 2008

VIA FACSIMILE

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

Attn: Leslie Sellers, Regulatory Specialist II

Subject: Innovida Central Florida, LLC  
Ref: W08000034931  
Letter No. 808A00042938  
Fax Audit # H08000179246

Dear Ms. Sellers:

I hereby consent to the use of the name "Innovida Central Florida LLC", Florida Document No. L06000050959 as we no longer desire to use this name. This name may be used by another entity.

Kindly update your records accordingly.

Sincerely,

Innovida Central Florida LLC

  
Jaffer Gularnabbas  
Manager

44902

JUL 25 2008 9:38PM HP LASERJET FAX

**ARTICLES OF ORGANIZATION  
OF  
INNOVIDA CENTRAL FLORIDA, 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 INNOVIDA CENTRAL FLORIDA, LLC (the "Company").

**ARTICLE II**

**PRINCIPAL BUSINESS ADDRESS**

The principal business address of the Company is:

c/o 701 Brickell Avenue  
Suite 1400  
Miami, Florida 33131

**ARTICLE III**

**MAILING ADDRESS**

The mailing address of the Company is:

c/o 701 Brickell Avenue  
Suite 1400  
Miami, Florida 33131

**ARTICLE IV**

**REGISTERED AGENT AND OFFICE**

The Company designates 701 Brickell Avenue, Suite 1400, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Law Center of the Americas, LLC as the Company's initial registered agent at such address to accept service of process within this state.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
08 JUL 29 AM 1:  
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ARTICLE V

DURATION AND TERMINATION

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 in accordance with Florida law and also in accordance with the Operating Agreement of the Company, if applicable.

ARTICLE VI

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, if applicable. The Manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified. All Managers, other than the initial Managers, shall be appointed or elected solely as provided in the Operating Agreement of the Company, if applicable.

ARTICLE VII

MANAGERS

The names and addresses of the initial Managers of the Company are:

Claudio Osorio  
701 Brickell Avenue  
Suite 1400  
Miami, Florida 33131

Amarilis Osorio  
701 Brickell Avenue  
Suite 1400  
Miami, Florida 33131

ARTICLE VIII

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.

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TALLAHASSEE FLORIDA

ARTICLE IX

ADDITIONAL MEMBERS

Additional Members may be admitted upon (1) the unanimous written consent of the then existing Members or (2) in the manner set forth in the Operating Agreement of the Company, if applicable.

ARTICLE X

OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Member(s) of the Company in the manner set forth in the Operating Agreement of the Company, if applicable.

ARTICLE XI

AMENDMENT

The power to adopt, alter, amend, or repeal the Articles of Organization of the Company shall be only upon the unanimous written consent of all the existing Member(s) of the Company or as otherwise provided in and in accordance with the procedures set forth in the Operating Agreement of the Company, if applicable.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 22<sup>nd</sup> day of July, 2008.



Name: Steven H. Hagen  
Title: Duly Authorized Representative  
Member

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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**ACCEPTANCE OF REGISTERED AGENT**

The undersigned agrees to act as registered agent for INNOVIDA CENTRAL FLORIDA, 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 22<sup>nd</sup> day of July, 2008.

LAW CENTER OF THE AMERICAS, LLC

By: 

Name: Steven H. Hagen

Title: Vice President