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FLORIDA/FOREIGN LIMITED LIABILITY CO.

stonica, llc

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**ARTICLES OF ORGANIZATION
OF
STONICA, LLC
a Florida Limited Liability Company
(Chapter 608 of Florida Statutes)**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act ("the "Act") of the State of Florida pursuant to Chapter 608 of the Florida Statutes hereby files the following Articles of Organization providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

**ARTICLE I
NAME**

The name of the limited liability company shall be Stonica, LLC (the "Limited Liability Company").

**ARTICLE II
STREET ADDRESS OF PRINCIPAL OFFICE**

The street address of the principal office of the Limited Liability Company shall be located at 450 Alton Road, #2806, Miami Beach, Florida 33139, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE III
MAILING ADDRESS**

The mailing address for the Limited Liability Company shall be 450 Alton Road, #2806, Miami Beach, Florida 33139.

**ARTICLE IV
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the Limited Liability Company is 450 Alton Road, #2806, Miami Beach, Florida 33139 and the name of the Limited Liability Company's initial Registered Agent for service of process in the State of Florida, at that address is Jose M. Tomas.

**ARTICLE V
PURPOSES AND POWERS**

The Limited Liability Company, to the fullest extent permitted by the Act (in effect now and as hereafter amended), may engage in any activity or business permitted under the laws of the United States, any State, or any foreign country, and shall all the powers and rights granted and conferred upon limited liability companies by the laws of the State of Florida.

**ARTICLE VI
DURATION**

The Limited Liability Company shall be perpetual, unless terminated in accordance with the Operating Agreement of the Company or otherwise terminated in accordance with law.

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**ARTICLE VII
AMENDMENT OF OPERATING AGREEMENT AND REGULATIONS**

The power to adopt, alter, amend, or repeal the Operating Agreement of the Limited Liability Company shall be vested in the members.

**ARTICLE VIII
AMENDMENT OF ARTICLES OF ORGANIZATION**

Any amendment to the Articles of Organization shall be approved by all members of the Limited Liability Company present (personally or represented by proxy) at a meeting representing a majority of the voting power.

**ARTICLE IX
INDEMNIFICATION**

This Limited Liability Company is empowered to indemnify any officer, member, or manager to the fullest extent permitted by applicable law, as now and hereinafter amended.

**ARTICLE X
MEMBERS**

The Limited Liability Company shall have one or more members (the "Members"). The name and address of the initial Member is Jose M. Tomas, whose address is 450 Alton Road, #2806, Miami Beach, Florida 33139.

**ARTICLE XI
MANAGEMENT**

All Limited Liability Company powers shall be exercised by or under the authority of, and the business and affairs of this Limited Liability Company shall be managed by the members in accordance with the Operating Agreement. Accordingly, this Limited Liability Company shall be a member-managed limited liability company. The name and address of the initial member is Jose M. Tomas, whose address is 450 Alton Road, #2806, Miami Beach, Florida 33139.

**ARTICLE XII
EXECUTION**

The undersigned member of the Limited Liability Company, hereby certifies that the foregoing constitutes the Articles of Organization of Stonica, LLC.

IN WITNESS WHEREOF, for the purposes of forming this limited liability company under the laws of the State of Florida, I, the undersigned member, have executed these Articles of Organization this 20 day of November, 2008.



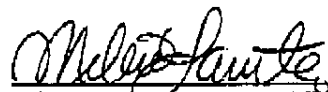
Jose M. Tomas, Initial Member

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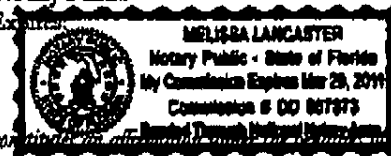
STATE OF FLORIDA)
COUNTY OF MIAMI DADE) SS.

Before me, a Notary Public authorized in the State and County set forth above, personally appeared José M. Tomas known to me and known by me to be the person(s), who, as organizer (s), executed the foregoing Articles of Organization and acknowledged before me that he executed those Articles of Organization.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this November 20, 2008.



NOTARY PUBLIC, State of Florida
Printed Name of Notary Public
My Commission Expires



[In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes the affiant's acknowledgment of the truth of the facts herein are true]

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REGISTERED AGENT ACKNOWLEDGEMENT

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 608, F. S.

REGISTERED AGENT

By: _____

Jose M. Tomas

[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 herein are true]

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