

L99000001183

ACCOUNT NO. : 072100000032

REFERENCE : 153124 11654A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 2, 1999

ORDER TIME : 11:26 AM

ORDER NO. : 153124-010

CUSTOMER NO: 11654A

300002792173--0
-03/02/99--01054--022
****337.50 ****337.50

CUSTOMER: Judy Baxter, Legal Asst
HOLTZMAN KRINZMAN EQUELS &
HOLTZMAN KRINZMAN EQUELS &
2601 South Bayshore Drive
Suite 600
Miami, FL 33133

DOMESTIC FILING

NAME: MOJITO, L.L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

FILE 2ND

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

DIVISION OF CORPORATION

99 MAR -2 PM 12:09

RECEIVED

Handwritten initials and a circled '5'.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR -2 PM 2:16

Handwritten initials 'B/K' and date '3/2/99'.

ARTICLES OF ORGANIZATION FOR
MOJITO, L.L.C.,
A FLORIDA LIMITED LIABILITY COMPANY

STATE OF FLORIDA
DIVISION OF CORPORATIONS
99 MAR -2 PM 2:14

ARTICLE I - Name:

The name of the Limited Liability Company is:

MOJITO, L.L.C.

ARTICLE II - Address:

The mailing address of the principal office of the Limited Liability Company is:

c/o Alfredo J. Balsera
2601 S. Bayshore Drive, Suite 600
Miami, Florida 33133

The street address of the principal office of the Limited Liability Company is:

136 Collins Avenue
Miami Beach, Florida 33139

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by a manager who shall serve as the manager of the Limited Liability Company until the first meeting of members or until his successor(s) are elected and qualified, and whose name and address is as follows:

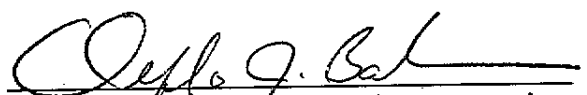
Gino Falsetto
1717 North Bayshore Drive
Unit No. 3746
Miami, Florida 33142

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

FILED STATE
CLERK OF COUNTY OF DADE
1999 MAR -2 PM 2:14

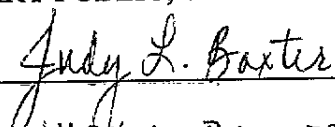
The undersigned member or authorized representative of a member of MOJITO, L.L.C. deposes and says:

- (1) the above-named Limited Liability Company has at least one (1) member;
- (2) the total amount of cash contributed by the member(s) is: \$250,000.00;
- (3) if any, the agreed value of property other than cash contributed by member(s) is: \$-0-;
- (4) the total amount of cash or property anticipated to be contributed by member(s) is \$250,000.00. This total includes amounts from 2 and 3 above.

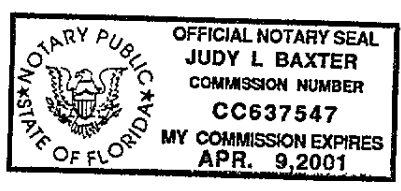

 Alfredo J. Balsera, authorized representative
 of Mojito Investment Group, L.L.C., Member

STATE OF FLORIDA
COUNTY OF DADE

THE FOREGOING INSTRUMENT was acknowledged before me on this 1ST day of March, 1999, by Alfredo J. Balsera, as authorized representative of MOJITO INVESTMENT GROUP, L.L.C., a Florida limited liability company. He is personally known to me or has produced _____ as identification.

NOTARY PUBLIC, STATE OF FLORIDA
 Sign: 
 Print: JUDY L. BAXTER

My commission expires:



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

FILED STATE
SECRETARY OF CORPORATIONS
99 MAR -2 PM 2:14

PURSUANT TO THE PROVISIONS OF SECTIONS 608.415 OR 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

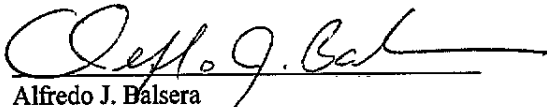
MOJITO, L.L.C.

2. The name and address of the registered agent and office is:

Alfredo J. Balsera
2601 S. Bayshore Drive
Suite 600
Miami, FL 33133

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 appointments 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.

REGISTERED AGENT:


Alfredo J. Balsera

3/1/99
Date