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WHISENAND & TURNER

PROFESSIONAL ASSOCIATION ATTORNEYS AT LAW

ATTORNEYS AT LAW SUITE IBOO

701 BRICKELL AVENUE

MIAMI, FLORIDA 33131

June 23, 1997

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FILED
97 JUN 24 FN 1:4

VIA UPS

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

500002221645--6 -06/24/97--01076--004 ****285.00 ****285.00

Re: The American Exports Enterprise, L.C.

6-20-97

Dear Madam/Sir:

Enclosed are the Articles of Incorporation for the above referenced company as well as our check # 4334 in the amount of \$285.00 to cover filing fees. Kindly process as soon as possible.

Thank you.

Cordially,

Lourdes Berroa

rudes Berrow

Enclosures

9N 6-25-97

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY
COMPANY

THE AMERICAN EXPORTS ENTERPRISE, L.C.

ARTICLE I - Name:

The name of the Limited Liability Company is: The American Exports Enterprise, L.C. Each Florida limited liability company must have two members.

EFFECTIVE DATE

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is: The American Exports Enterprise, L.C., c/o Suite 1800, 701 Brickell Avenue, Miami, Florida 33131.

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be: Unlimited or as long as permitted by law. The Limited Liability Company shall be in existence and effective upon the date of execution of this Article as noted below next to the signator.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by a manager and the name and address of such manager who is to serve as manager is: Thierry de Beaurepaire, c/o suite 1800, 701 Brickell Avenue, Miami, Florida 33131

ARTICLE V - Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be as provided by law.

ARTICLE VI - Members Rights to Continue Business:

The remaining members of the limited liability company have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which otherwise terminates the continued membership of a member in the limited liability company: Thierry de Beaurepaire and Karcen de Beaurepaire.

(3)

THE AMERICAN EXPORTS ENTERPRISE, L.C.

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of The American Exports Enterprise, L.C., deposes and says:

1. the above named limited liability company has at least two members

2. the total amount of cash contributed by the member(s) is \$1,000

3. if any, the agreed value of property other than cash contributed by member(s) is

A description of the property (if any) is attached and made a part hereto.

as Appendix A (_____ attached; ____ not attached)

4. the amount of cash or property anticipated to be contributed by member(s) is

Signature of a member or authorized representative of a member.

the total amount of 2,3 and 4 is

Date: June 25, 1997

Thierry de Beaurepaire

Print name of signing person.

\$1,000

5.

THE AMERICAN EXPORTS ENTERPRISE, L.C.

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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

The American Exports Enterprise, L.C.

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

> National Registered Agents, Inc. Suite 1800 701 Brickell Avenue Miami, FL 33131

EFFECTIVE DATE 6-20-97

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.

(James D. Whisenand)

Authorized Representative

National Registered Agents, Inc.

(Date)

Filing Fee: \$35 for Designation of Registered Agent

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