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To:
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Fax Number : (850)205-0383

From:
Account Name : MURAI, WALD, BIONDO, MORENO, P.A.
Account Number : 076150002103
Phone : (305)358-5900
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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

FRAGA ACQUISITION III, LLC

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	$125.00

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TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION
FOR
FRAGA ACQUISITION III, LLC

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608 of the Florida Statutes entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of this Limited Liability Company is **FRAGA ACQUISITION III, LLC.**

ARTICLE II

ADDRESS

The mailing address and street address of the principal office of the Company is 255 Alhambra Circle, Suite 380, Coral Gables, Florida 33134.

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THIS INSTRUMENT PREPARED BY:
Cristina Echarte Brochin, Esq.
FL Bar #: 0581410
Murai Wald Biondo & Moreno P.A.
25 Southeast Second Avenue, Suite 900
Miami, Florida 33131
(305) 358-5900

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ARTICLE III

DURATION

The period of this Company's duration shall be perpetual.

ARTICLE IV

MANAGEMENT

Management of the Company is to be reserved to the members.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company in the State of Florida is 900 Ingraham Building, 25 S.E. 2nd Avenue, Miami, Fl 33131 and the name of the initial registered agent of the Company at that address is Murai Wald Biondo & Moreno, P.A.

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ARTICLE VI

ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted upon the approval of a majority in interest of the members of the Company and upon the written application of such new member, in the manner set forth in the Operating Agreement of the Company.

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ARTICLE VII

RIGHT TO CONTINUE BUSINESS

The remaining members may continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company.

IN WITNESS WHEREOF, the undersigned Members have hereunto set their hands and seals this 17 day of July, 2002.

MEMBERS' AUTHORIZED REPRESENTATIVE:

Murai, Wald, Biondo & Moreno, P.A.

By: _____
Cristina Echarte Brochin, Vice-President

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CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

FOR

FRAGA ACQUISITION III, LLC

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

That **FRAGA ACQUISITION III, LLC** desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Organization, at County of Miami-Dade, State of Florida, has named Murai, Wald, Biondo & Moreno, P.A., located at 900 Ingraham Building, 25 Southeast 2nd Avenue, Miami, Florida 33131, as its agent to accept service of process within this State.

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ACKNOWLEDGMENT

Having been named to accept service of process for the above stated limited liability company, at the place designated in this Certificate, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provision of said Act relative to the obligations of such registered agent, with which the undersigned acknowledges it is familiar.

Dated this 17 day of July, 2002.

MURAI, WALD, BIONDO & MORENO, P.A.

By: _____
Name: CRISTINA ECHARTE BROCHIN
Title: Vice-President

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