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DATE
2005

the bared group

October 20, 2005

Via DHL Overnight Delivery

Florida Department of State
Divisions of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: **Barco Investments, LLC**
Articles of Organization


Gentlemen/Ladies:

Enclosed is an original and one copy of *Articles of Organizations for Barco Investments, LLC* together with a check in the amount of \$130.00 for the filing fee and a Certificate of Status. Please date-stamp the additional copy and return it to my attention.

Should you have any questions, please do not hesitate to contact me at extension 2210.

Sincerely,

Barco Investments, LLC



Juan Diaz

General Counsel

Enclosures

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STATE
FLORIDA

**ARTICLES OF ORGANIZATION
FOR
BARCO INVESTMENTS, LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name: The name of the Limited Liability Company is:

BARCO INVESTMENTS, LLC

ARTICLE II: - Address: The mailing address and street address of the principal office of the Limited Liability Company is:

Post Office Box 526642
Miami, Florida 33152-6642

ARTICLE III: - Registered Agent, Registered Office and Registered Agents Signature:
The name and the street address of the registered agent are:

Juan Diaz, Esquire
5800 Northwest 74th Avenue
Miami, Florida 33166

ARTICLE IV: - Transferability of Membership Interest: No members shall have the right to assign their membership interests in the Company without the written agreement of all the membership interest, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss, deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

ARTICLE V: - Management: This will be a manager-managed company. The name of each Manager is:

Jose P. Bared, Manager
Post Office Box 526642, Miami, Florida 33152-6642

The name of each Member is:

Bared Family Trust
Post Office Box 526642, Miami, Florida 33152-6642

ARTICLE VI: - Company's Existence: The Company's existence shall begin effective as of: October 19, 2005.

By: 

Attorney-in-Fact, Juan Diaz, Esquire
Signature of a member or an authorized representative of a member

Articles of Organization - Barco Investments, LLC

(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 stated herein are true)

Statement of Registered Agent:

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.

By: _____

Juan Diaz, Esquire

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