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**FLORIDA LIMITED LIABILITY CO.
P & R USA INVESTMENTS LLC**

Certificate of Status	1
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ARTICLES OF ORGANIZATION OF P & R USA INVESTMENTS LLC**ARTICLE I - NAME**

The name of the Limited Liability Company is P & R USA Investments LLC
(hereinafter referred to as the "Limited Liability Company").

ARTICLE II - PRINCIPAL OFFICE

The initial address of the principal office of this Limited Liability Company is
Cda. Pachuca #9, Colonia Condesa, Cuauhtemoc, Mexico City, Mexico 06140.

ARTICLE III - PRINCIPAL MAILING ADDRESS

The initial mailing address of this Limited Liability Company shall be Cda. Pachuca #9,
Colonia Condesa, Cuauhtemoc, Mexico City, Mexico 06140.

ARTICLE IV - DURATION

This Limited Liability Company shall have perpetual existence.

ARTICLE V - PURPOSE

The primary purpose of this Limited Liability Company is to engage in any activity or
business permitted under the laws of the United States and of the state of Florida.

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ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

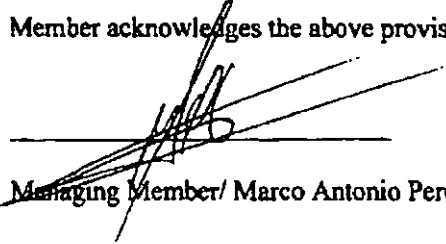
The name of the initial registered agent of this Limited Liability Company is David Estrella, Esq., 55 Merrick Way, Suite 210, Coral Gables, FL 33134, upon whom process in any action or proceeding against this Limited Liability Company may be served.

ARTICLE VII -MANAGING MEMBER

This Limited Liability Company shall have the following Members as follows:

NAME	TITLE	ADDRESS
Marco Antonio Perez Cabarroca	Managing Member	Cda. Pachuca #9, Colonia Condesa, Cuauhtemoc, Mexico City, Mexico 06140
Cecilia Razo Torres	Managing Member	Cda. Pachuca #9, Colonia Condesa, Cuauhtemoc, Mexico City, Mexico 06140

In order to organize this Limited Liability Company and in order to effectuate the governance in accordance with these Articles of Organization, the undersigned Managing Member acknowledges the above provisions with their respective signature:


Managing Member/ Marco Antonio Perez Cabarroca

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(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).

WRITTEN ACKNOWLEDGEMENT OF REGISTERED AGENT

I, David Estrella, 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, 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, Florida Statutes.



Registered Agent

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