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1-24-03

GUILLERMO PESANT, P.A.
Professional Association
Attorney at Law
1313 Ponce de Leon Boulevard
Suite 301
Coral Gables, Florida 33134-3343

Telephone (305)445-5351 **Facsimile (305)443-6023**

January 16, 2003

Secretary of State
Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 33201

RE: CARDENAS PROPERTIES, LLC

Gentlemen:

Enclosed are the following:

1. Original and a copy of the articles of organization of the above referenced limited liability company.

2. Duly executed registered agent form.

3. Check to cover your fees.

Thank you for your kind attention to this matter.

Very truly yours,

Mercy Hernandez, secretary to
GUILLERMO PESANT

GP:mh

Enclosures

03 JAN 23 AM 10:11

APPROVED
AND
FILED

ARTICLES OF ORGANIZATION
FOR
CARDENAS PROPERTIES, LLC

The undersigned has executed these Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida.

Article 1. The name of the limited liability company is "**CARDENAS PROPERTIES, LLC** " (the "Limited Liability Company").

Article 2. The mailing address and street address for the Limited Liability Company is 350 24TH Street, N.W. Apt. D-103, Winter Heaven, Florida 33880

Article 3. The name and street address of the initial Registered Agent for service of process in the State of Florida of the Limited Liability Company is Guillermo Pesant, 1313 Ponce de Leon Boulevard, Suite 301, Coral Gables, Florida 33134.

Article 4. The business of the Limited Liability Company initially shall be managed by one or more Managers (the "Manager"). The name and address of the initial Managers are Ivan Baptista, 350 24TH Street, N.W. Apt. D-103, Winter Heaven, Florida 33880 and Luis Alberto Baptista,

Article 5. The Limited Liability Company shall have one or more members (the AMember@). The name and address of the initial Members are, Ivan Baptista, 350 24TH Street, N.W. Apt. D-103, Winter Heaven, Florida 33880 and Luis Alberto Baptista Additional Members may be admitted to the Limited Liability Company upon the unanimous consent of all existing Members of the Limited Liability Company.

Article 6. The business of the Limited Liability Company may be continued after the death, bankruptcy, insanity, withdrawal or dissolution of a Member of the Limited Liability Company, or other event causing the dissolution of the Limited Liability Company if, within ninety (90) days after such event, the remaining Members of the Limited Liability Company elect to continue the business of the Limited Liability Company.

Article 7. The term of duration of the Limited Liability Company shall be perpetual, unless sooner terminated in accordance with the Operating Agreement of the Limited Liability Company.

Dated this 10 day of Jan 2003.

IVAN BAPTISTA

LUIS ALBERTO BAPTISTA

03 JAN 23 AM 10:11

APPROVED AND FILED

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CERTIFICATE OF MANAGER

This Certificate has been executed and delivered by the undersigned as Managers of **CARDENAS PROPERTIES, LLC**, a Florida Limited Liability Company (the "Company"), in connection with the formation and organization of the Company:

1. The undersigned hereby certifies that the following persons are duly appointed to serve as officers of the Company in the capacity indicated across from their name until their successors are elected and qualified:

Name	Position
Ivan Baptista	President
Luis Alberto Baptista,	Vice-President

IN WITNESS WHEREOF, the undersigned has executed this Certificate the 16 day of Jan, 2003.

IVAN BAPTISTA

LUIS ALBERTO BAPTISTA,

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 16 day of Jan, 2003, by Ivan Baptista and Luis Alberto Baptista, as Managers of **CARDENAS PROPERTIES, LLC**, a Florida Limited Liability Company, on behalf of said Limited Liability Company, who are personally known to.

MERCY HERNANDEZ MY COMMISSION EXPIRES July 26, 2006 #DD 103337 Bonded thru Notary Public Underwriters NOTARY PUBLIC, STATE OF FLORIDA

Notary Public, State of Florida at Large

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for **CARDENAS PROPERTIES, LLC.**, at the address designated in the Articles of Organization for **CARDENAS PROPERTIES, LLC**, pursuant to the provisions of section 608.415, Florida Statutes, GUILLERMO PESANT, 1313 Ponce de Leon Boulevard, Suite 301, Coral Gables, Florida 33134 (the "Registered Agent") hereby accepts the appointment as registered agent and agrees to act in this capacity. The Registered Agent further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position as registered agent.

Dated this 16 day of Jan., 2003.

GUILLERMO PESANT

03 JAN 23 AM 10:11

FILED