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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 APR 18 PM 1:09

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ACCOUNT NO. : 072100000032
REFERENCE : 666459 4144A
AUTHORIZATION : *Patricia Pizito*
COST LIMIT : \$ 155.00

ORDER DATE : April 18, 2000
ORDER TIME : 11:09 AM
ORDER NO. : 666459-005
CUSTOMER NO: 4144A

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CUSTOMER: Rosa Maria Ancheta, Legal Asst
HOLLAND & KNIGHT
HOLLAND & KNIGHT
Suite 3000
701 Brickell Avenue
Miami, FL 33131

L00-4452

Name	<i>OK 4-18</i>
Availability	<i>OK</i>
Department	<i>OK</i>
Division	<i>OK</i>
Unit	<i>OK</i>
Manager	<i>OK</i>
Supervisor	<i>OK</i>
W. P. Verwer	<i>OK</i>

DOMESTIC FILING

NAME: BRITTO CENTRAL SAO PAULO,
L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 APR 18 PM 12:13

RECEIVED

**ARTICLES OF ORGANIZATION
OF
BRITTO CENTRAL SAO PAOLO, L.L.C.**

The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company is BRITTO CENTRAL SAO PAOLO, L.L.C. (the "Company").

ARTICLE II

ADDRESS

The principal office and mailing address of the Company is:

701 Brickell Ave.
Suite 3000
Miami, Florida 33131

ARTICLE III

REGISTERED AGENT AND OFFICE

The Company designates 701 Brickell Ave., Suite 3000, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Intrastate Registered Agent Corporation as the Company's initial registered agent at that address to accept service of process within this state.

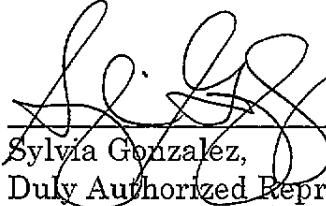
ARTICLE IV

MANAGEMENT

The Company shall be conducted, carried on, and managed by at least one (1) Member.

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IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 17th day of April, 2000.



Sylvia Gonzalez,
Duly Authorized Representative of a
Member

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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for BRITTO CENTRAL SAO PAOLO, L.L.C., to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that the undersigned is familiar with, and accepts, the obligations of such position on this 14th day of April, 2000.

INTRASTATE REGISTERED AGENT CORPORATION

By: 
Name: Steven H. Hagen
Title: Vice President

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