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LIMITED LIABILITY COMPANY

G.G. RACING, L.L.C.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 23, 2000

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ARTICLES OF ORGANIZATION OF
G.G. RACING, L.L.C.

ARTICLE I
NAME

The name of this Limited Liability Company shall be **G.G. RACING, L.L.C.** (the "Company").

ARTICLE II
DURATION

The period of duration of the Company shall be perpetual, and the Company shall be in existence until dissolved in a manner provided by law, or as provided in the Regulations.

ARTICLE III
PURPOSE

The Company is created for the purpose of transacting and engaging in any activity or business authorized under the Florida Statutes.

ARTICLE IV
PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Company shall be 777 Brickell Ave., #500, Miami, Florida 33131, and such other place or places as the member from time to time may determine. The mailing address of the Company is c/o Steven L. Cantor, P.A. 777 Brickell Avenue, Suite 500, Miami, Florida 33131.

ARTICLE V
INITIAL REGISTERED OFFICE AND
REGISTERED AGENT

The initial registered agent of the Company shall be Steven L. Cantor. The address of the initial registered agent is 777 Brickell Avenue, Suite 500, Miami, Florida 33131.

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ARTICLE VI
MEMBER

The Company shall have one (1) member at the time of formation. The name and address of the member is:

GUILLERMO GUTIERREZ
C/O STEVEN L. CANTOR, P.A.
777 BRICKELL AVENUE
SUITE 500
MIAMI, FLORIDA 33131

ARTICLE VII
MANAGEMENT

All business of the Company will be conducted under the exclusive management of its members who will vote according to their proportionate interest in the Company and shall have exclusive authority to act for the Company in all matters.

ARTICLE VIII
NEW MEMBERS

No additional members shall be admitted to the Company, and no member may transfer his or her interest in the Company, except, in either case as set forth in the Regulations, and if there are no Regulations then in effect, by unanimous consent of all of the members. No transferee shall have the right to participate in the management of the business and affairs of the Company or become a member unless admitted as a member upon such terms and conditions as set forth in the Regulations, and if no regulations are in effect, upon the unanimous consent of all of the members. Contributions of new members shall be determined as of their time of admission to the Company.

ARTICLE IX
DISSOLUTION AND MEMBERS RIGHTS
TO CONTINUE BUSINESS

The Company shall be terminated and dissolved upon :

- (A) the vote of all holding an interest in the Company;
- (B) the expiration of the term of the Company; or
- (C) the death, retirement, or resignation of a member, if the remaining members do not vote unanimously to continue the business of the Company.

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IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed on the 21st day of June, 2000, effective upon filing same with the Florida Department of State.

G.G. RACING, L.L.C.

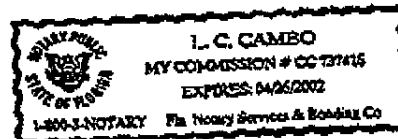
BY:

Guillermo Gutierrez
GUILLERMO GUTIERREZ, sole Member

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

The foregoing instrument was acknowledged before me this 21st day of June, 2000, by GUILLERMO GUTIERREZ, who did execute the foregoing Articles of Organization as the sole member, who has produced _____ as identification, and being first duly sworn, acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

[Signature]
Notary Public - State of Florida



RAOCSLOURDES\Guierrez, Guillermo\LLC Articles FL.rpd

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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for G.G. RACING, L.L.C. at 777 Brickell Avenue, Suite 500, Miami, Florida 33131, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



 Steven L. Cantor, Registered Agent

 Dated: June 21, 2000

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