00000075 THE UNITED STATES **CORPORATION**

ACCOUNT NO. : 072100000032

REFERENCE: 745663

11654A

AUTHORIZATION :

COST LIMIT : \$ 155.00

ORDER DATE: June 27, 2000

ORDER TIME : 1:40 PM

ORDER NO. : 745663-005

CUSTOMER NO:

11654A

CUSTOMER: Ms. Maria Acosta

Holtzman Krinzman Equels &

Furia

2601 South Bayshore Drive

Suite 600

Miami, FL 33133

DOMESTIC FILING

NAME:

ESTRELLAMUNDO OF CALIFORNIA, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ___ CERTIFIED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

100003306701

SS:S MY TS NUL OO RECEIVED

ARTICLES OF ORGANIZATION FOR ESTRELLAMUNDO OF CALIFORNIA, LLC A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

ESTRELLAMUNDO OF CALIFORNIA, L.L.C.

ARTICLE II - Address:

The mailing address and principal office address of the Limited Liability Company is:

19406 Dakota Court Boca Raton, Florida 33434

ARTICLE III - Management:

The Limited Liability Company is a manager-managed company to be managed by one or more managers.

DATED this 23 day of June, 2000.

Arthur J. Furia

Authorized Representative of a Member

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

ESTRELLAMUNDO OF CALIFORNIA, L.L.C.

2. The name and address of the registered agent and office is:

HKE&F Registered Agent Corp. 2601 S. Bayshore Drive, Suite 600 Miami, Florida 33133

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 appointments 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.

REGISTERED AGENT:

Arthur J. Furia, Vice President

HKE&F Registered Agent Corp.

June 23,2

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