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-08/02/00-01001-020

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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. TIERRA MIA, L.L.C.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

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DIVISION OF CORPORATIONS
00 AUG - 1 PM 4:22

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Examiner's Initials

ARTICLE OF ORGANIZATION
OF
TIERRA MIA, L.L.C.

The undersigned hereby subscribes to these Articles of Organization for a Limited Liability Company under the Laws of the State of Florida.

ARTICLE I

The name of this limited liability company is:

TIERRA MIA, L.L.C.

ARTICLE II

The mailing address of the principal office of this limited liability company shall be 7925 NW 12 Street Suite 318 Miami, FL 33126 and such other place or places as the members from time to time may determine.

The name and address of the initial registered agent is:

Diego Lopez

3535 Pine Island Road
Sunrise, Florida 33322

ARTICLE III

The period of duration for the limited liability company shall be perpetual unless sooner dissolved in accordance with the laws of the State of Florida. The date of existence shall begin upon the filing of these Articles of Organization and upon acceptance by the Secretary of State. This limited liability company may engage in any activity or business permitted under the laws of the United States and the laws of the State of Florida. Without limiting any of the purposes, powers and objects of this limited liability company it is expressly declared and provided that his limited liability company shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of its objects, to make and perform contracts of any kind and description and to do any and all other acts, to exercise any and all powers either as principal, agent or broker, conferred by the laws of Florida upon limited liability companies, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

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ARTICLE IV

The limited liability company shall be managed by the members with voting power prorata to their interest. The right and duties of the members shall be set forth in the regulations of this limited liability company which are incorporated herein by reference.

The names and addresses of the initial members of this limited liability company are:

Gustavo Gomez	Diego Lopez	Claudia Martinez
3535 Pine Island Rd	3535 Pine Island Rd	3535 Pine Island Rd
Sunrise, Fl 33322	Sunrise, Fl 33322	Sunrise, Fl 33322

The name and address of the managing member is:

Gustavo Gomez	Diego Lopez	Claudia Martinez
3535 Pine Island Rd	3535 Pine Island Rd	3535 Pine Island Rd
Sunrise, Fl 33322	Sunrise, Fl 33322	Sunrise, Fl 33322

ARTICLE V

In the event of withdrawal, retirement, bankruptcy or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member, this limited liability company shall remain in existence and continue in business pursuant to the applicable provisions of the regulations.

ARTICLE VI

The members of the limited liability company shall adopt regulations containing all provisions for the regulation and management of this company which shall be consistent with the law or these articles.

ARTICLE VII

A member's interest in this limited liability company may be transferred only with the unanimous written consent of all remaining members if the transferee intends to become a member.

ARTICLE VIII

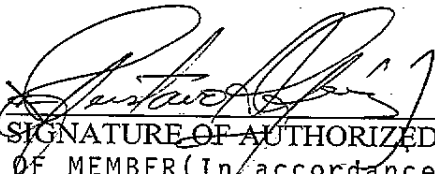
These articles may be amended at any time by the unanimous consent of the members as deemed appropriate to facilitate the accomplishment of the purpose of the limited liability company, and the amendment shall be executed and duly filed with the Florida Department of State.

The undersigned authorized representative of Gustavo Gomez., A member of TIERRA MIA, L.L.C. deposes and says:

The above named limited liability company has three members.

GUSTAVO GOMEZ

NAME OF AUTHORIZED REPRESENTATIVE OF MEMBER

A handwritten signature in dark ink, appearing to read "Gustavo Gomez", is written over a horizontal line.

SIGNATURE OF AUTHORIZED REPRESENTATIVE

OF MEMBER(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts herein are true.)

**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.

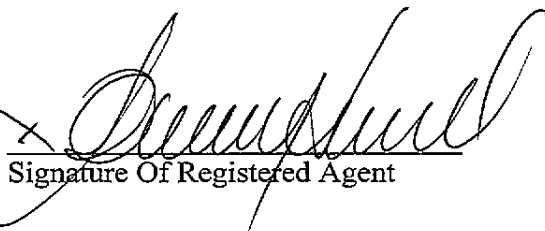
The name of the limited liability company is:

TIERRA MIA, L.L.C.

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

Diego Lopez
3535 Pine Island Rd
Sunrise, Fl 33322

Having been named as registered agent to accept service of process for the above
stated limited liability company at the place designated in this certificate, 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 status 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.


Signature Of Registered Agent

July 27th, 2000.
Date