

Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:
Division of Corporations
Fax Number : (850)922-4003

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0886
Fax Number : (305)672-9110

LIMITED LIABILITY COMPANY

Venegiros Venezuela, LLC

Certificate of Status	1
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Page Count	04
Estimated Charge	\$130.00

STATE
TALLAHASSEE
FLORIDA

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Corporate Filing

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* There is no translation for the word
Venegiros.

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Venegiros Venezuela, LLC

Article II. Address

The Company's street and mailing address is:
Venegiros Venezuela, LLC
13701 NW 4th Street, Suite 309
Pembrke Pines Fl 33028 USA

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Randall L. Sidlosca
100 South Biscayne Blvd
Suite 800
Miami FL 33131 USA

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Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Randall L. Sidlosca | FL Bar Member 511609
Haley, Sinagra & Perez, P.A.
100 South Biscayne Boulevard
Suite 800
Miami FL 33131
305-374-1300
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EFFECTIVE DATE

10/5/00

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Article V. Management

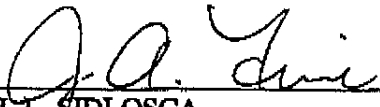
This will be a manager-managed company. The name of each manager is:

Maria Isabel Sayago
Fernando Valera
Alvaro Valera
Jennifer Rodriguez

Article VI. Company Existence

The Company's existence shall begin effective as of October 5, 2000.

The undersigned authorized representative of a member executed these Articles of Organization on October 5, 2000.



RANDALL L. SIDLOSCA
by J.A. Fine as attorney-in-fact

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STATEMENT OF REGISTERED AGENT

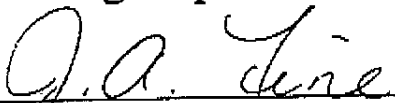
LIMITED LIABILITY COMPANY:

Venegiros Venezuela, LLC

REGISTERED AGENT/OFFICE:

Randall L. Sidlosca
100 South Biscayne Blvd
Suite 800
Miami FL 33131 USA

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



RANDALL L. SIDLOSCA
by J.A. Fine as attorney-in-fact

Date: 10/5/2000

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