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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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

1. GERSO INVESTMENTS, L.L.C.

(Corporation Name)

(Document #)

2. \_\_\_\_\_

(Corporation Name)

(Document #)

3. \_\_\_\_\_

(Corporation Name)

(Document #)

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TALLAHASSEE, FLORIDA

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AND  
FILED

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input 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

SECRETARY OF STATE  
DIVISION OF CORPORATE  
REGISTRATION  
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Examiner's Initials

TR  
11-13-00

**ARTICLES OF ORGANIZATION  
OF  
GERSO INVESTMENTS, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization. *Said articles to be amended only upon the unanimous consent of the members in writing.*

**ARTICLE I  
NAME**

The name of the limited liability company shall be **GERSO INVESTMENTS, Limited Liability Company/L.L.C.** ("company").

**ARTICLE II  
ADDRESS**

The mailing address and street address of the principal office of the company is 1600 SW 2nd Avenue, Miami, Florida 33129.

**ARTICLE III  
DURATION**

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

**ARTICLE IV  
REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the state of Florida is Hugo Sotelo, 1611 SW 2nd Avenue, #1, Miami, Florida 33129.

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**ARTICLE V  
CAPITAL CONTRIBUTIONS**

The members of the company shall contribute to the capital of the company the cash amount of \$3,500.00. Each members contribution reflecting prorata ownership interest of the contributing member as follows:

Nubia Sotelo	25%
Hugo Sotelo	25%
ALHENA INTERNATIONAL FITTING CORPORATION, a foreign corporation	50%

**ARTICLE VI  
ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

**ARTICLE VII  
ADMISSION OF NEW MEMBERS**

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

**ARTICLE VIII  
MEMBERS' RIGHT TO CONTINUE BUSINESS**

The company shall be dissolved on the death, bankruptcy, or dissolution member or manager, or on the occurrence of any other event that terminates continued membership of a member in the company, unless the business of the company is continued by unanimous vote of the remaining members.

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**ARTICLE IX  
MANAGEMENT**

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company.


The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are

<b>NAME</b>	<b>ADDRESS</b>
Hugo Sotelo	1611 SW 2nd Avenue, #1, Miami, FL 33129
Nubia Sotelo	1611 SW 2nd Avenue, #1, Miami, FL 33129
ALHENA INTERNATIONAL FITTING CORPORATION, a foreign corporation	1600 SW 2nd Avenue, Miami, FL 33129

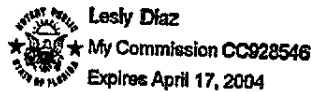
**IN WITNESS WHEREOF**, the undersigned organizers have made and subscribed these articles of organization at Miami-Dade County, Florida, on this 10TH day of NOVEMBER, 2000.

  
\_\_\_\_\_  
**D. VICENTE L. VALLS MARTINEZ**

Sworn to and subscribed before me on this 10TH day of NOVEMBER, 2000, by D. Vicente L. Valls Martinez, who is personally known to me/produced identification. Type of identification produced: SPANISH PASS PORT

  
\_\_\_\_\_  
Notary Public -- State of Florida  
(Seal)

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**CERTIFICATE OF DESIGNATION  
OF REGISTERED AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.415 or 608.507, *GERSO INVESTMENTS*, Limited Liability Company, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is *GERSO INVESTMENTS, L.L.C.*
2. The name and street address of the registered agent in Florida is:

HUGO SOTELO  
1611 SW 2nd Avenue, #1  
Miami, FL 33129

The undersigned, being the person named in the articles of organization of *GERSO INVESTMENTS/Limited Liability Company/L.L.C.*, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

  
\_\_\_\_\_  
HUGO SOTELO  
Registered Agent

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