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To:

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From: Nery C. Toledo, Legal Assistant

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**LIMITED LIABILITY COMPANY**

**SOETEC, L.L.C.**

|                       |          |
|-----------------------|----------|
| Certificate of Status | 0        |
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**ARTICLES OF ORGANIZATION  
OF  
SOETEC, L.L.C.,  
a Florida limited liability company**

**ARTICLE I  
NAME**

The name of the limited liability company is **SOETEC, L.L.C.**

**ARTICLE II  
ADDRESS**

The mailing address and street address of the principal office of the limited liability company is:

One S.E. Third Avenue  
28th Floor  
Miami, Florida 33131

**ARTICLE III  
DURATION**

The period of duration for the limited liability company shall begin on November 10, 2000 and end on December 31, 2050.

**ARTICLE IV  
MANAGEMENT**

The limited liability company is to be managed by its members and the name and address of the initial member is:

Jose Nicolas Paredes  
One S.E. Third Avenue  
28th Floor  
Miami, Florida 33131

Prepared by:  
Carlos Deupl, Esq.  
One S.E. Third Avenue, 28th Floor  
Miami, Florida 33131  
(305) 374-5600  
Florida Bar No. 0112054

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**ARTICLE V**  
**MEMBERS RIGHTS TO CONTINUE BUSINESS**

The remaining members of the limited liability company may continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

**ARTICLE VI**  
**BUSINESS**

The limited liability company may engage in any lawful activity or transactions.

**ARTICLE VII**  
**TRANSFERS**

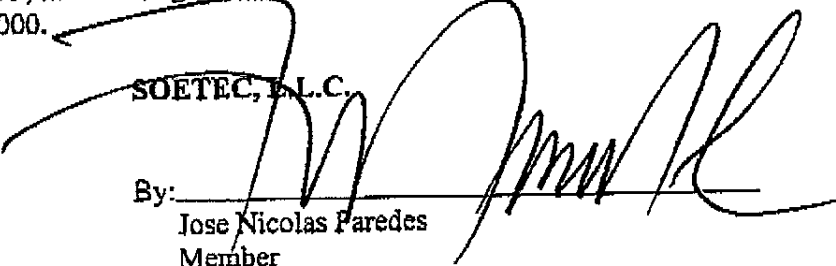
Transfers of interests in the limited liability company and the admission of additional members are subject to the regulations of the limited liability company.

**ARTICLE VIII**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the limited liability company's initial registered agent is One S.E. Third Avenue, 28th Floor, Miami, Florida 33131. The name of the limited liability company's initial registered agent at that office is American Information Services, Inc.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 13<sup>th</sup> day of November 10, 2000.

SOETEC, L.L.C.

By:   
Jose Nicolas Paredes  
Member

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**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

Pursuant to the provisions of Sections 608.407 and 608.415 of the Florida Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent of **SOETEC, LLC**, a Florida limited liability company (the "Company"), in the Company's articles of organization:

Having been named as registered agent and to accept service of process for the Company at the registered office designated in the Company's articles of organization, the undersigned 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 its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 13 day of November, 2000.

AMERICAN INFORMATION SERVICES, INC.

Nery C. Toledo, Asst. Sec.  
Nery Toledo, Assistant Secretary