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February 13, 2001

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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***155.00 ***155.00

Re.: JALO USA, L.L.C.
Our File No.: 01-4053

Dear Sir/Madam:

L-1-2643

Enclosed herewith please find an original and one copy of the Articles of Organization for the above-named limited liability company. Also enclosed is my trust account check in the amount of \$155.00, representing payment of the following:

Filing Fee	\$100.00
Certified Copy of Articles	30.00
Registered Agent Designation Fee	+ 25.00
<u>TOTAL</u>	<u>\$155.00</u>

It would be greatly appreciated if you would file the enclosed Articles and return a certified copy to the undersigned, in the enclosed self-addressed stamped envelope, at your earliest convenience.

Thanking you for your anticipated cooperation in this regard, I remain

Very truly yours,



MICHAEL A. CURREA

MAC/com

Enclosures: Those mentioned herein.

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ARTICLES OF ORGANIZATION OF
JALO USA, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes acknowledges and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be JALO USA, L.L.C., hereafter referred to as "company".

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 8275 N.W. 74 Street, Miami, FL 33166.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed with the Florida Department of State. 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 are: Sergio Leyva, 8275 N.W. 74 Street, Miami, FL 33166.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members shall contribute to the capital of the company the cash or property set forth in Exhibit "A", attached hereto.

ARTICLE VI - ADDITIONAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only upon 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 of the members and on such terms and conditions as shall be determined by the members. A member may transfer his or her interest in the company as provided 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, excluding the member proposing to dispose of his or her interest, approve of the proposed transfer by written consent.

ARTICLE VIII - MEMBER'S RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other

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event that terminates the

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continued membership of a member in the company, unless the business of the company is continued by a majority vote of the remaining members.

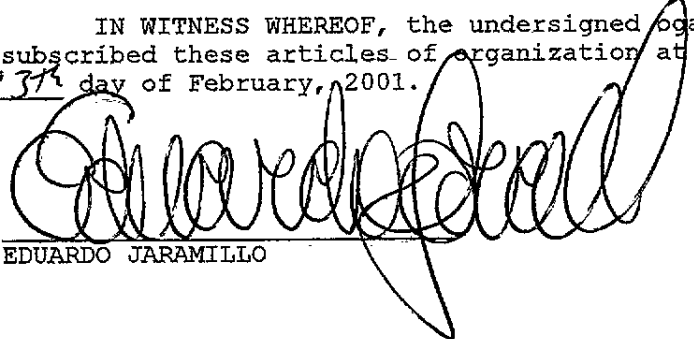
ARTICLE IX - MANAGEMENT

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 name and address of the member of the company are:

Eduardo Jaramillo
8275 N.W. 74 Street
Miami, FL 33166

In accordance with Sec. 608.408(3), Fla. Stat., the execution of these Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Bogota, Colombia, on the 13th day of February, 2001.


EDUARDO JARAMILLO

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CAPITAL CONTRIBUTIONS OF

JALO USA, L.L.C.

The members shall contribute the following to the capital of the company:

1. The total amount of cash to be
contributed by Eduardo Jaramillo is: \$1,000.00

2. If any, the agreed value of the
property, other than cash, to be contributed
by the member(s) is:

(A description of the property is
attached and made part hereof)

3. The total amount of cash or
property anticipated to be contributed
by the member(s) is: \$1,000.00

(This total includes amounts
from 1 and 2, above)

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EXHIBIT "A"

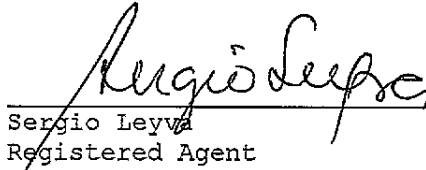
CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE OF
JALO USA, L.L.C.

Under the provisions of Secs. 608.415 or 608.507, Fla. Stat., JALO USA, L.L.C., 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 JALO USA, L.L.C.
2. The name and street address of the registered agent in Florida are:

Sergio Leyva
8275 N.W. 74 Street
Miami, FL 33166

The undersigned, being the person named in the articles of organization of JALO USA, 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, 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.


Sergio Leyva
Registered Agent

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