

Division of Corporations

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Florida Department of State  
Division of Corporations  
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Phone : (305) 826-1711  
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**LIMITED LIABILITY COMPANY****RMF ENTERPRISES, L.L.C.****AL**

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**ARTICLES OF ORGANIZATION  
OF  
RMF ENTERPRISES, 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 - NAME**

The name of this Limited Liability Company is :

**RMF ENTERPRISES, L.L.C.**

**ARTICLE II - ADDRESS**

Its principal and mailing address shall be located at :

8045 N.W. 36th Street Suite 502

Miami, Florida 33166

**ARTICLE III - DURATION**

This corporation shall exist perpetually unless dissolved according to Florida law.

**ARTICLE IV - REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent is :

**RICARDO L RAHME  
9418 S.W. 146th Place  
Miami, FL 33186**

**ARTICLE V - ADDITIONAL MEMBERS**

Additional members to the Company may be admitted, but only if all the current members, by unanimous written consent, agree to the admission of the additional members and to the terms of admission.

Document prepared by : Fernando Jimeno 1140 W 50 Street # 207-A Hialeah FL 33012 305-826-1711

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**ARTICLE VI - TERMINATION OF MEMBERSHIP**

If a member of the Company or a shareholder of any member of the Company, as applicable, dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members shall continue the business of the Company unless the remaining members elect to discontinue the business of the Company in accordance with the provisions of the Regulations.

**ARTICLE VII - MANAGEMENT OF THE COMPANY**

The management of the Company is reserved to its members. The Company shall be initially be managed by the following members who shall serve as the managing members until the first annual meeting of the members or until their respective successors are elected and qualified :

**Ricardo L Rahme**

9418 SW 146 Place Miami, FL 33186

**Ricardo C Fuzaro**Rua Mercedes Salano Castineiras, 300 apto 23 b13  
Sao Paulo SP 042656-110**Antonio Luiz Santo Mauro**Av Santa Ines 945 apto 51  
Sao Paulo SP 02415-001

Thereafter, the Company shall be managed by the managing members who shall be elected annually as provided in the Regulations.

**ARTICLE VIII - REGULATIONS**

The members shall have the power to adopt, alter, amend, or repeal Regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

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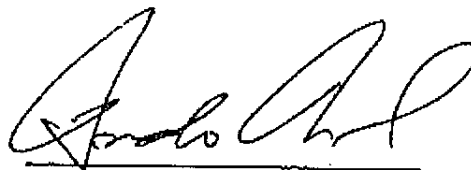
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**ARTICLE IX - DATE OF EXISTENCE OF THE COMPANY**

The existence of the Company shall commence on the date of filing of the Articles of Organization by the Florida Department of State.

The undersigned has executed these Articles of Organization effective on May \_\_\_\_\_, 2001.



**Ricardo L Rahme - Member**

Signature of a member or/and authorized representative of a member.

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**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.

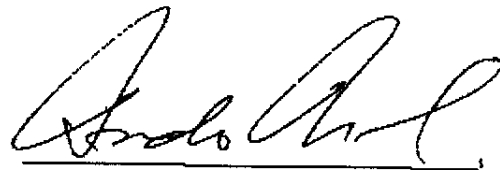
The name of the Limited Liability Company is :

**RMF ENTERPRISES, L.L.C.**

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

**RICARDO L RAHME  
9418 S.W. 146th Place  
Miami, FL 33186**

Having been named as registered agent and 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 statutes 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.



**Ricardo L Rahme  
Registered Agent**

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