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NAGEL & FELIPE, LLP

ATTORNEYS

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May 24, 2001

Department of State  
Division of Corporations  
PO Box 5327  
Tallahassee, FL 32314

Dear Sir/Madam:

Enclosed, please find four counterparts of the Articles of Organization for ORCA, LLC. to be filed with the Division of Corporations and a check in the amount of \$125.00 to cover the following:

Filing Fee	\$100.00
<u>Designation of Registered Agent</u>	<u>\$ 25.00</u>
Total	\$125.00

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-05/29/01--01041--025  
\*\*\*\*125.00 \*\*\*\*125.00

Once filed, please mail and fax a copy of the same to our office. If you have any questions, please call me.

Sincerely,

  
Marcell Felipe

MF:ac

FILED  
01 MAY 29 PM 7:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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6/1

# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

## ARTICLE I - Name:

The name of the Limited Liability Company is ORCA, LLC.

## ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

ORCA, LLC  
c/o Nagel & Felipe, LLP  
888 Brickell Avenue, 5<sup>th</sup> Floor  
Miami, Florida 33131

## ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Marcell Felipe, Esq.  
888 Brickell Avenue, 5<sup>th</sup> Floor  
Miami, Florida 33131

*Having been named as registered agent and 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 as provided for in Chapter 608, F.S..*

  
Registered Agent's Signature

## Article IV - Management

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.

X   
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Juan Esteban Orrego C.  
Typed or printed name of the signee

### Filing Fees:

\$100.00 Filing Fee for Articles of Organization  
\$ 25.00 Designation of Registered Agent  
\$ 30.00 Certified Copy (Optional)  
\$ 5.00 Certificate of Status (Optional)

FILED  
01 MAY 29 PM 7:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA