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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

LIMITED LIABILITY COMPANY

DOWN SOUTH INVESTMENTS, L.L.C.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF ORGANIZATION FOR
DOWN SOUTH INVESTMENTS, L.L.C.

ARTICLE I

The name of the Limited Liability Company is DOWN SOUTH INVESTMENTS, L.L.C.

ARTICLE II

The mailing address and street address of the principal office of the Limited Liability Company is: 3445 Stallion Lane, Weston, FL 33331.

ARTICLE III

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the members are:

BICK CONSULTANTS I, L.L.C.
3445 Stallion Lane,
Weston, Florida 33331

MANUEL A. BICK
3445 Stallion Lane
Weston, Florida 33331

ERIK B. GRANDA
10829 N.W. 3rd Court
Pembroke Pines, FL 33026

JORGE A. SAFONT
1230 W. 60th Terrace
Hialeah, FL 33012

THIS DOCUMENT PREPARED BY

CRISTINA DE OLIVEIRA, ESQ.
DE OLIVEIRA & ASSOCIATES, P.A.
2701 Le Jeune Road Suite 345
Coral Gables, FL 33134
(305) 444-9012

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ARTICLE V

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: The majority of the members, majority based on the financial interest of each member, shall consent in writing to the admission of additional members.

ARTICLE VI

The right, if given, of the remaining members of the limited liability company to 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 shall be:

The remaining members shall have the right to continue the business of the Company by purchasing the interest of the dissociated member's distributional interest. The members with majority of financial interest shall have priority in purchasing the interest of the dissociated member.

BICK CONSULTANTS, I, L.L.C., a Florida
Limited Partnership by its General Partner
Bick Consultants, Inc.


JOSEPH BICK, President
Signature of Member

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

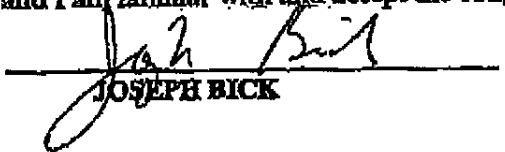
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: DOWN SOUTH INVESTMENTS, L.L.C.
2. The name and the Florida street address of the registered agent are:

Joseph Bick
3445 Stallion Lane
Weston, Fl. 33331

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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.


JOSEPH BICK

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