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LIMITED LIABILITY COMPANY

Urban Art Development, L. L. C.

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ARTICLES OF ORGANIZATION

OF

URBAN ART DEVELOPMENT, L.L.C.
A Limited Liability Company

The undersigned does hereby execute, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the laws of the State of Florida.

ARTICLE I

The name of this limited liability company shall be:

URBAN ART DEVELOPMENT, L.L.C.

ARTICLE II

The general purpose for which this limited liability company is organized is to transact any or all lawful business permitted under the laws of the State of Florida.

ARTICLE III

The initial mailing and street address of the principal office of this limited liability company shall be:

9350 South Dixie Highway
Penthouse 4
Miami, Florida 33156

ARTICLE IV

The name and street address of the initial registered agent of this limited liability company are as follows:

James Suarez, Esq.
1200 Brickell Avenue, Suite 1720
Miami, Florida 33131

ARTICLE V

The limited liability company shall be managed by one or managers and is therefore a manager-managed company. The name and address of the initial manager of the limited liability company, who shall serve until the first annual meeting of members or until such manager's successors are elected and qualified is:

Jose Luis Soriano
9350 South Dixie Highway
Penthouse 4
Miami, Florida 33156

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ARTICLE VI

The limited liability company shall indemnify and/or insure each such person described in Florida Statutes Section 608.4229 to the fullest extent permitted by law, now existing or hereinafter enacted.

IN WITNESS WHEREOF, these Articles of Organization have been executed this ____ day of July, 2001.



JOSE LUIS SORIANO
Member

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CERTIFICATE OF REGISTERED AGENT

The undersigned, having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated above, 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 am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608 of the Florida Statutes

 (SEAL)
JAMES SUAREZ, Registered Agent

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