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

From: Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
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LIMITED LIABILITY COMPANY

INNOVATIVE HOLDINGS, L.L.C.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

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ARTICLES OF ORGANIZATION FOR  
INNOVATIVE HOLDINGS, L.L.C.

ARTICLE I - NAME

The name of the corporation is:

INNOVATIVE HOLDINGS, L.L.C.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is : 3218 Ponce De Leon Blvd.

Coral Gables, Florida 33134

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

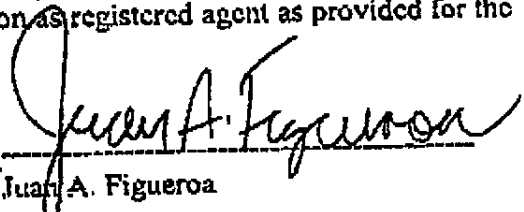
The name and the Florida street address of the registered agent is:

JUAN A. FIGUEROA, P.A., C.P.A

2701 Le Jeune Road, Suite 310  
Coral Gables, Florida 33134

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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 as provided for the Chapter 608, F.S.

  
\_\_\_\_\_  
Juan A. Figueroa

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ARTICLE IV - Management

The Limited Liability Company is to be managed by two managers, DEBORAH L. CORNELLY (49%) and ARBUTUS-CONSULTADORA E INVESTIMENTOS LDA. (51%), and is therefore a managed company.

*Deborah L. Cornelly*  
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DEBORAH L. CORNELLY

*[Signature]*  
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ARBUTUS-CONSULTADORA E  
INVESTIMENTOS LDA.

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Organization this 25 day of July, 2001.

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STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared DEBORAH L. CORNELLY, known by me to be the person who executed the foregoing Articles of Organization, and who acknowledged before me that she executed the same for the purposes set forth therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 25 day of July, 2001.

 Merta R Fernandez-Gomez  
My Commission CC893354  
Expires December 20, 2003

*[Signature]*  
NOTARY PUBLIC, STATE OF  
FLORIDA AT LARGE

My commission expires:

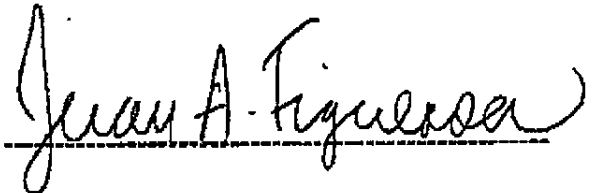
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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

INNOVATIVE HOLDINGS L.L.C.

Having been named as registered agent and to accept service of process for INNOVATIVE HOLDINGS L.L.C. at 3218 Ponce De Leon Blvd. , Coral Gables, FL 33134 as stated in the Articles of Organization, 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 position as registered agent.



JUAN A. FIGUEROA  
Registered Agent

DATED this 25 day of July, 2001.

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