

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

L010000018388

Terra V Investment Group LLC

100004651871--7
-10/24/01--01034--009
****155.00 ****155.00

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 OCT 24 PM 1:52

APPROVED
AND
FILED

DIVISION OF CORPORATION

01 OCT 24 PM 1:39

RECEIVED

10-24-01

Signature _____

Requested by: *SK*

Name _____

Date 10/24/01

Time 1:37

Walk-In _____

Will Pick Up _____

TERRA V INVESTMENT GROUP, L.L.C.

ARTICLES OF ORGANIZATION

The undersigned being a duly authorized representative and Member and acting as the organizer of a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of the Limited Liability Company shall be TERRA V INVESTMENT GROUP, L.L.C. (the "Company").

ARTICLE II

DURATION

The period of the Company's duration shall commence on the date of filing these Articles of Organization and shall exist perpetually, unless terminated: (1) in accordance with the Company's Regulations; (2) by the unanimous written agreement of all Members; (3) by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member; or (4) upon the occurrence of any other event which terminates the continued membership of a Member. Upon any such termination, however, the existence and business of the Company may be continued with the consent of all remaining Members of the Company, or by amendment of these Articles of Organization providing for the continued existence of the Company.

ARTICLE III

PURPOSE

The Company is being formed for the purpose of acquiring and improving real estate, as well as any other activity or business permitted under the laws of the United States and the State of Florida.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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ARTICLE IV

ADDRESS OF PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the Company shall be:

TERRA V INVESTMENT GROUP, L.L.C.
7855 N.W. 12th Street, Suite 202
Miami, Florida 33126

ARTICLE V

REGISTERED AGENT

The name and street address for the initial Registered Agent of the Company in the State of Florida is:

Michael P. Peterson, Esq.
Salas, Ede, Peterson & Lage, L.L.C.
6333 Sunset Drive
South Miami, Florida 33143

A written statement as prescribed by the Florida Department pursuant to Section 608.407(1)(d), Florida Statutes, is attached to these Articles of Organization.

ARTICLE VI

ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of all of the Members of the Company.

ARTICLE VII

MANAGEMENT

The business of the Company shall be conducted, carried on, and managed by no fewer than one (1) Manager, who shall be elected annually by the Members of the Company in the manner set forth in the Company's Regulations. The Manager shall have the right and responsibilities accorded him under the Company's Regulations. The name and address of the initial Manager is as follows:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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Ruben Seoanes
11555 S.W. 93rd Court
Miami, Florida 33176

The Manager shall serve in such capacity until his successor(s) is (are) duly elected, or otherwise appointed, and qualified.

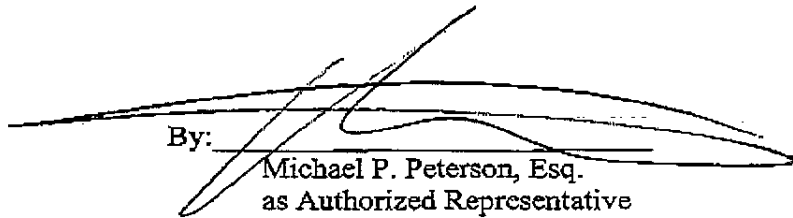
ARTICLE VIII

AMENDMENT OF REGULATIONS

The power to adopt, alter, amend, or repeal the Regulations of the Company shall be solely and exclusively vested in the Members of the Company.

In WITNESS WHEREOF, the undersigned, as Member, has executed these Articles of Organization on this 24th day October, 2001.

TERRA V INVESTMENT, L.L.C.

By: 
Michael P. Peterson, Esq.
as Authorized Representative

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TALLAHASSEE, FLORIDA

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR
THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, or other more applicable statute, the following is submitted on behalf of TERRA V INVESTMENT GROUP, L.L.C. (the "Company"):

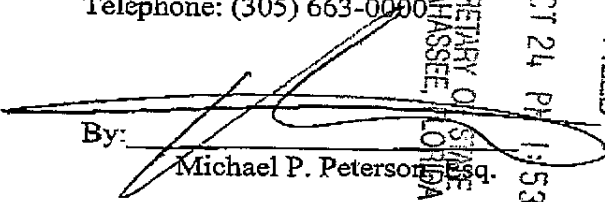
The Company, desiring to organize under the laws of the State of Florida with its initial office, as indicated in the Articles of Organization, at 7855 N.W. 12th Street, Suite 202, Miami, Florida 33126 has named Michael P. Peterson, Esq., Salas, Ede, Peterson & Lage, L.L.C., 6333 Sunset Drive, South Miami, Florida 33143, as its agent to accept service of process in this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the limited liability company named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Limited Liability Company Act, and I am familiar with, and accept, the obligations of that position.

Dated this 29th day of October, 2001.

SALAS, EDE, PETERSON &
LAGE, L.L.C.
6333 Sunset Drive
South Miami, Florida 33143
Telephone: (305) 663-0000

By: 
Michael P. Peterson, Esq.

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TALLAHASSEE,
FLORIDA

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