

Sent by: Katz Barron

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Division of Corporations

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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850)205-0383

From:

Account Name : KATZ, BARRON, SQUITERO & FAUST, P.A.

Account Number : 072627002473

Phone : (305)856-2444

Fax Number : (305)285-9227

AL

LIMITED LIABILITY COMPANY

AA HOLDINGS, L.L.C.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$155.00

FAX AUDIT NO. H01000120219 0

**ARTICLES OF ORGANIZATION
OF
AA HOLDINGS, L.L.C.**

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such Company:

**ARTICLE I
NAME**

The name of the limited liability company is AA HOLDINGS, L.L.C.

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the limited liability company is 1390 NW 16th Street, Miami, Florida 33125.

**ARTICLE III
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Company is 2699 South Bayshore Drive, Seventh Floor, Miami, Florida 33133, and the name of the registered agent of this Company at that address is CORPCO, INC.

**ARTICLE IV
DURATION AND EFFECTIVE DATE**

The period of this Company's duration shall be perpetual.

**ARTICLE V
PURPOSE**

The Company shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which companies may be organized under Chapter 608, Florida Statutes, as amended and supplemented.

FAX AUDIT NO: H01000120219 0

This instrument prepared by:

Richard A. Morgan, Esq.

KATZ, BARRON, SQUITERO & FAUST, P.A.

2699 S. Bayshore Drive, 7th Floor

Miami, Florida 33133

Tel: (305) 856-2444

Fax: (305) 285-9227

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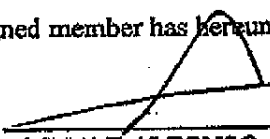
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ARTICLE VI
MANAGEMENT OF COMPANY

The business of the Company shall be manager-managed by one (1) initial Manager. The Manager shall hold the office and have the responsibility accorded to him by the members and set out in the operating agreement. The name and address of the initial Manager, who is to serve until the first annual meeting of Members or until his successor is elected and qualified, is:

Yosvani Alfonso
1390 NW 16th Street
Miami, Florida 33125

this 6th IN WITNESS WHEREOF, the undersigned member has hereunto set his hand and seal
day of December, 2001.

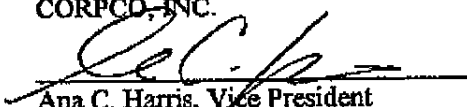

YOSVANI ALFONSO
Member

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability Company at the place designated in the Articles of Organization, I hereby accept this 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.

IN WITNESS WHEREOF, as said registered agent, I have caused this Statement to be
signed on this 10 day of December, 2001.

CORPCO, INC.


Ana C. Harris, Vice President

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