

L01000021428

Florida Department of State
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To:

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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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AL

LIMITED LIABILITY COMPANY

INTERNATIONAL BUSINESS, LLC

Certificate of Status	0
Certified Copy	1
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 11, 2001

EMPIRE

SUBJECT: INTERNATIONAL BUSINESS, LLC
REF: W01000028100

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TALLAHASSEE, FLORIDA

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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A LIMITED LIABILITY COMPANY MUST BE EITHER MANAGER MANAGED OR MEMBER MANAGED, NOT BOTH.

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Agnes Lunt
Document Specialist

FAX Aud. #: H01000119903
Letter Number: 801A00065176

Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

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ARTICLES OF ORGANIZATION

OF

INTERNATIONAL BUSINESS, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be International Business, LLC ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is

1720 John F. Kennedy Causeway
Suite 122
North Bay Village, Florida 33141

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual unless the company is dissolved as provided in these articles of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are

Ira J. Kurzban, Esq.
2650 S.W. 27th Avenue, Suite 200
Miami, Florida 33133

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

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ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by majority vote of all the remaining members.

ARTICLE IX -- MANAGEMET

The limited liability company is to be managed by one manager and is, therefore, a *manager-managed company*. The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is as follows:

Juan A. Salazar
4922 S.W. 32nd Avenue,
Hollywood, Florida 33312

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Name

Address

ASFALTOS Y AGREGADOS, S.A.

Km. 30.5 Carretera Al Pacifico, Parques
del Lago, Amatitlán, Guatemala

Name

JUAN A. SALAZAR

Address

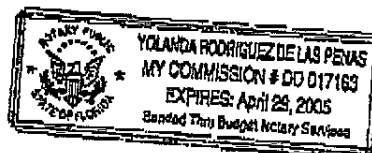
4922 S.W. 32nd Avenue,
Hollywood, Florida 33312

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Miami, Florida, on December 7, 2001.

Juan A. Salazar
Juan A. Salazar

Sworn to and subscribed before me this 7TH day of December, 2001 by Juan A. Salazar who is personally known to me and who did not take an oath

[Signature]
Notary Public -- State of Florida



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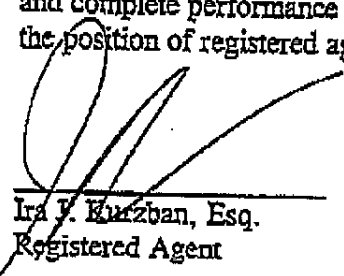
**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.414 or 608.507, International Business, LLC 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 International Business, LLC
2. The name and street address of the registered agent in Florida is:

Ira J. Kurzban, Esq.
2650 S.W. 27th Avenue, Suite 200
Miami, Florida 33133

The undersigned, being the person named in the articles of organization of International Business, LLC as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.


Ira J. Kurzban, Esq.
Registered Agent

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