

## TRANSMITTAL LETTER

L010000022718

Department of State  
 Division of Corporations  
 P.O. Box 6327  
 Tallahassee, FL 32314

SUBJECT: Mar Y Selva, LLC  
 (Proposed corporate name - must include suffix)

Enclosed is an original and (1) copy of the articles of incorporation and a check for:

€ \$125.00  
 Filing Fee  
 & Register  
 Agent fee

~~€~~ \$135.00  
 Filing Fee  
 & Certificate of Status

€ \$130  
 Filing Fee  
 & Certified Copy

€ \$135.  
 Filing Fee,  
 Certified Copy  
 & Certificate of  
 Status

ADDITIONAL COPY REQUIRED

FROM: Angela Gantt  
 Name (Printed or Typed)

400004736094--2  
 -12/21/01--01052--004  
 \*\*\*\*135.00 \*\*\*\*135.00

3355 W. Vine Street #102  
 Address

Kissimmee, FL 34741  
 City, State & Zip

(407) 931-2344  
 Daytime Telephone number

Name	
Secretary	
Department	SEC
Director	
Manager	
Secretary	SEC
Acknowledgement	DOC
V. P. Verifier	DOC

NOTE: Please provide the original and one copy of the articles.

FILED  
 01 DEC 21 PM 3:58  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

L010000022718

**ARTICLES OF ORGANIZATION**  
**(FLORIDA)**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

**ARTICLE I - Name**

The name of the limited liability company shall be: Mar Y Selva, LLC

**ARTICLE II - Address**

The principal place of business of the company in Florida shall be 5751 Citadel Drive, Orlando, FL 32819 and the mailing address shall be the same.

FILED  
01 DEC 21 PM 3:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE III - Effective Date**

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

**ARTICLE IV - Duration**

Subject to the provisions of Article 9, the Company's existence shall terminate no later than 30 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

**ARTICLE V - Purposes and Powers**

The general purpose for which the Company is organized is to engage in the renting of and management of real property and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE VI - Registered Office and Registered Agent**

The initial address of registered office of this Company is : Peter Sotolongo, **5751 Citadel Drive, Orlando, FL 32819**

The name and address of the registered agent of this Company is : Peter Sotolongo, **5751 Citadel Drive, Orlando, FL 32819.**

**ARTICLE VII - Management**

The Managers of the Company shall be:

Operating Manager: Miguel Angel Mejia Pulido  
Priv.2 NTE.ESQ.45 Av. NTE Col.Centro  
Playa Del Carmen, Q. Roo  
Mexico C.P. 77710

### **ARTICLE VIII - Admission of New Members**

No additional member(s) shall be admitted to the Company except with the unanimous consent of all the member(s) of the Company and upon such terms and conditions as shall be determined by all the member(s). 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 the other member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

### **ARTICLE IX - Termination of Existence**

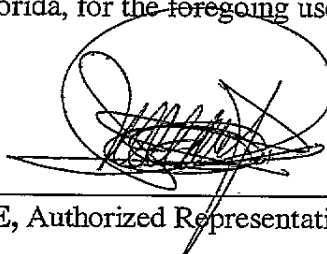
The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least one remaining member.

### **ARTICLE X - Members**

The Managers of the Company shall be elected be the member(s) in accordance with the regulations adopted by the member(s) for the management of the business and affairs of the Company. The 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 member(s) of the Company are:

Mar Y Selva SA.De.CV  
Priv.2 Nte.ESQ.45 Av. NTE Col.Centro  
Playa Del Carmen, Q. Roo  
Mexico C.P. 77710

In Witness Whereof, The Undersigned, an authorized representative of the members, has made and subscribed these Articles of Organization at Kissimmee, Florida, for the foregoing uses and purposes, this December 18, 2001.

  
\_\_\_\_\_  
NAME, Authorized Representative of the Members

FILED  
DEC 21 PM 3:55  
SECRETARY OFS. STATE  
FLORIDA

## ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF ORGANIZATION

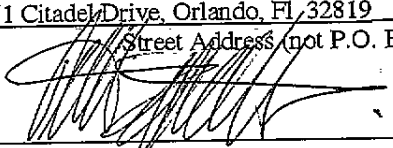
Having a business office identical with the registered office of the Company name above, and having been designated as the registered agent in the above and foregoing Article of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.

Peter Sotolongo

Name

5751 Citadel Drive, Orlando, FL 32819

Street Address (not P.O. Box)



Signature of Registered Agent

12/18/01

Date

FILED  
01 DEC 21 PM 3:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA