

ARTICLES OF ORGANIZATION
OF
BBR, A LIMITED LIABILITY COMPANY

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 BBR, L.L.C. referred to these in these Articles of Organization as the "Company."

ARTICLE II-ADDRESS

The mailing address and street address of the principal office of the Company shall be 9727 Northwest 44 Terrace, Miami, Florida 33178.

ARTICLE III-DURATION

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV-REGISTERED OFFICE AND AGENT

The registered office of the Company in the State of Florida is 2600 Douglas Road, Suite 400, Coral Gables, Florida 33134. The Company's registered agent is CMS International Enterprises, Inc. PA300007051U

ARTICLE V- ORGANIZER

The organizer of the Company is Carlos Samlut, an individual.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JAN - 8 PM 1:46

APPROVE
AND
FILED

ARTILCE VI-PURPOSE AND POWERS

This Company is organized with for the purpose of transacting any and all lawful business and has all powers provided by law and January use those powers to any lawful purpose.

ARTICLE VII- CONTRIBUTIONS

Each member shall make capital contributions to the Company on the unanimous consent of all members.

ARTICLE VIII-ADMISSION OF NEW MEMBERS

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 January 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 members of the Company other than the member proposing to dispose of his or her interest approve the proposed transfer by unanimous written consent.

ARTICLE IX-TERMINATION OF EXISTENCE

The Company shall be dissolved upon 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 in writing by the consent of all the remaining members.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE X-MANAGEMENT

The Company shall be managed by its members in accordance to the regulations adopted by the members for the management of the business and affairs of the Company. These regulations January 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 managing member of the Company shall be:

Ulises G. Balestrini (Manager, President, Secretary)
9727 Northwest 44 Terrace
Miami, Florida 33178

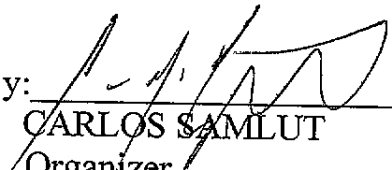
Ulises B. Balestrini (Manager, Treasurer)
9727 Northwest 44 Terrace
Miami, Florida 33178

Juan Rojas Ache (Manager)
9727 Northwest 44 Terrace
Miami, Florida 33178

IN WITNESS WHEREOF, the undersigned organizer has subscribed to these Articles of Organization at Miami, Dade County, Florida, on this 5 day of January 2002.

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

NAME OF ORGANIZER:

By: 
CARLOS SAMLUT
Organizer

02 JAN - 8 PM 1:46
SECRETARY OF STATE
ALLIANCE FLORIDA

APPROVED
AND
FILED

IN COMPLIANCE WITH SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

FIRST--THAT BBR, L.L.C. DESIRING TO ORGANIZE
(Name of L.L.C.)

QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI, STATE OF FLORIDA

(City)

HAS NAMED CMS INTERNATIONAL ENTERPRISES, INC.
(Name of Registered Agent)

LOCATED AT 2600 Douglas Road, Suite 400 CITY OF Coral Gables,
(Office of Registered Agent)

STATE OF FLORIDA AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE [Signature]
CMS INTERNATIONAL ENTERPRISES, INC.
CARLOS SAMLUT
TITLE PRESIDENT
DATE 1/5/02

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, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE [Signature]
DATE 1/5/02

SECRETARY OF STATE
ALL CHANGES FILED

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APPROVED
AND
FILED