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Division of Corporations

FAX NO. : 7863130106

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Florida Department of State
Division of Corporations
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From:
Account Name : B & M INTERNATIONAL GROUP, CORP.
Account Number : 120010000238
Phone : (786) 313-0105
Fax Number : (786) 313-0106

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TALLAHASSEE, FLORIDA

02 JAN 16

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LIMITED LIABILITY COMPANY
TRIPODI & BROTHERS, LLC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 16, 2002

B & M INTERNATIONAL GROUP, CORP.

SUBJECT: TRIPODI & BROTHERS, LLC
REF: W02000001395

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TALLAHASSEE, FLORIDA
02 JAN 16

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.

The articles of organization must be prepared in compliance with section 608.407, Florida Statutes. We are enclosing the appropriate forms and instructions for your convenience.

A LIMITED LIABILITY COMPANY IS NOT A CORPORATION PLEASE REMOVE ANY REFERENCE TO CORPORATIONS.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Document Specialist

FAX Aud. #: E02000015313
Letter Number: 502A00002346

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ARTICLES OF ORGANIZATION

OF

TRIPODI & BROTHERS, LLC

THE UNDERSIGNED for the purpose of forming a Florida Limited Liability Company, by and under the provisions of chapter 608, F.S. for formation, liability, rights, privileges and immunities of a limited liability company, hereby adopt the following Articles of organization:

ARTICLE I NAME

The name of the Limited Liability Company is:

TRIPODI & BROTHERS, LLC

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address is:

14021 SW 320 ST
HOMESTEAD, FL. 33033

ARTICLE III PURPOSE

This limited liability company may engage or transact in any and all lawful activity of business permitted under the laws of the United States of America and of the State of Florida.

B & M INT'L GROUP, CORP.
1840 West 49 ST Suite 705
Hialeah, FL 33012
786-3130105

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ARTICLE IV INITIAL OFFICER(S)

The name(s), address (es) and title(s):

SALVADOR TRIPODI
14021 SW 320 ST
HOMESTEAD, FL.33033

PRESIDENT

NANCY ANALIA PIRONIO
14021 SW 320 ST
HOMESTEAD, FL.33033

VICEPRESIDENT

RICARDO ANTONIO PALLERES
14021 SW 320 ST
HOMESTEAD, FL.33033

VICEPRESIDENT

RUBEN ROCCASALVO
14021 SW 320 ST
HOMESTEAD, FL.33033

DIRECTOR

FRANCISCO DOMINGO TRIPODI
14021 SW 320 ST
HOMESTEAD, FL.33033

DIRECTOR

MARTA TRIPODI
14021 SW 320 ST
HOMESTEAD, FL.33033

SECRETARY

LAURA SUSANA TRIPODI
14021 SW 320 ST
HOMESTEAD, FL.33033

SECRETARY

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ARTICLE V MEMBER(S)

The name(s) and address (es) of the first member(s) of this limited liability company and their are as follows:

NAME	MEMBER INTEREST
TRIPODI CONSTRUCCIONES José Pedro Varela 3480 Capital Federal, Zp 1417 Buenos Aires, Argentina	100 %

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TALLAHASSEE, FLORIDA
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ARTICLE VI REGISTERED AGENT

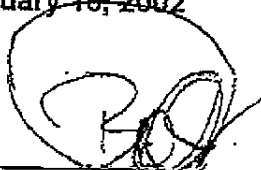
The name and Florida street address of the registered agent is:

RICARDO ANTONIO PALLERES
14021 SW 320 ST
HOMESTEAD, FL. 33033

ARTICLE VII COMPANY EXISTENCE

The company's existence shall begin effective as of **January 16, 2002**

The undersigned authorized representative of a member executed these Articles of organization on **January 16, 2002**



RICARDO ANTONIO PALLERES
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

LIMITED LIABILITY COMPANY: TRIPODI & BROTHERS, LLC.

The name and address of the registered agent and office is:

**RICARDO ANTONIO PALLERES
14021 SW 320 ST
HOMESTEAD, FL. 33033**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE 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.



**REGISTERED AGENT SIGNATURE
January 16, 2002**

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