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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

LIMITED LIABILITY COMPANY

QT DISTRIBUTION, LLC

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ARTICLES OF ORGANIZATION

of

QT Distribution, LLC

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purposes of forming a Limited Liability Company under the laws of the State of Florida do hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - Name:

The name of the Limited Liability Company is :

QT Distribution, LLC

ARTICLE II - Duration:

The period of duration of the Limited Liability Company shall be from the date of filing until the first to occur of the following:

- i) Thirty (30) years from the date of filing of these Articles of Organization with the Department of State, or
- ii) Dissolution of the Limited Liability Company pursuant to provisions of the Florida Limited Liability Company Act.

ARTICLE III - Purposes and Powers:

The purpose for which the Limited Liability Company is organized is to engage in any and all business activities permitted by the laws of the State of Florida. The Limited Liability Company shall have all the powers vested in a Limited Liability Company organized and existing by virtue of such laws.

ARTICLE IV - Address of Place of Business:

The address of the place of business in Florida for the Limited Liability Company is:

8180 N.W. 36th Street, #213
Miami, Florida 33166

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ARTICLE V - Registered Agent:

The name and address for the initial registered agent in Florida for the Limited Liability Company is :

Carlos Londoño
8180 N.W. 36th Street, #213
Miami, Florida 33166

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ARTICLE VI - Capital Contributions:

The total amount of cash and a description and the description of the agreed value of property and other cash contributed to the Limited Liability Company are as follows: One Thousand Dollars (\$1,000.00) in cash and no other property is being contributed to the Limited Liability Company.

ARTICLE VII - Additional Contributions:

The total additional contributions, if any, agreed to be made by all members and the times at which, or the events or happening of which, that shall be made, are as follows: No total additional contributions have been agreed to at the date of filing of these Articles of Organization. Additional contributions, if any, will be made upon majority agreement of the Limited Liability Company.

ARTICLE VIII - Additional Members:

Members may admit additional members upon majority agreement of the then existing members.

ARTICLE IX - Continuity of Business:

Upon death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the contributed membership of a member in a Limited Liability Company, the business of the Limited Liability Company shall not be continued and the Limited Liability Company shall be dissolved unless there is a obtained consent of all remaining members of the Limited Liability Company.

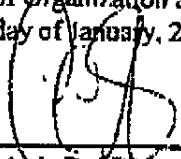
Article X - Management:

The Limited Liability Company is to be managed by one manager or more managers in accordance with regulations adopted by the members of the management of the business and affairs of the Limited Liability Company. These regulations may contain any provisions for the regulation and management of the affairs of the Limited Liability Company not inconsistent with law or these Articles of Organization. The names and addresses of the individuals who are to serve as managers until the first annual meeting of members or until their successors are elected and qualified are as follows:

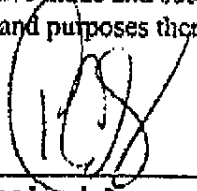
MARIA DEL PILAR URRUTIA
8180 N.W. 36th Street #213
Miami, Florida 33166

CARLOS LONDOÑO
8180 N.W. 36th Street #213
Miami, Florida 33166

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Miami, Florida for the foregoing uses and purposes therein described this 28th day of January, 2002.



Maria Del Pilar Urrutia
By: Kevin C. Guanaga,
Attorney in Fact



Carlos Londoño
By: Kevin C. Guanaga,
Attorney in Fact

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

Pursuant to the provisions of s608.407, Florida Statutes, the undersigned Limited Liability Company, organized pursuant under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

The name of the Limited Liability Company is: QT DISTRIBUTION LLC

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

CARLOS LONDOÑO
8180 N.W. 36th Street #213
Miami, Florida 33166

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. 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 as provided for in Chapter 608, F.S.


CARLOS LONDOÑO

By: Kevin C. Guanaga,
Attorney in Fact

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