

# L0200 00054116

Charter Number Only

3/05/02 Esther

Carlos Triay

Requestor's Name

10570 NW 27 Street, #103

Address

Miami, FL 33172

City

State

ZIP

Phone

305-446-4988

CORPORATION(S) NAME

VALIDATION ONLY

300005063373--1  
-03/07/02--01028--007  
\*\*\*\*155.00 \*\*\*\*155.00

Hard 8 Holdings, L.L.C.

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|---|--|---|
| <input type="checkbox"/> Profit                     | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                  | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Foreign                    | <input type="checkbox"/> Annual Report   | <input checked="" type="checkbox"/> Other LLC       |
| <input type="checkbox"/> Limited Partnership        | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement              | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input checked="" type="checkbox"/> Certified Copy  | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30                 |
| <input checked="" type="checkbox"/> Call When Ready | <input type="checkbox"/> Will Wait       | <input type="checkbox"/> Pick Up                    |
| <input checked="" type="checkbox"/> Walk In         |  | <input type="checkbox"/> Mail Out                   |

Name
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3-7-02



Empire Toll Free: 1-800-432-3028

02 MAR -7 AM 9:28  
DIVISION OF CORPORATIONS  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 MAR -7 AM 11:50

ARTICLES OF ORGANIZATION OF  
HARD 8 HOLDINGS, L.L.C.

ARTICLE I  
NAME

The name of this Limited Liability Company shall be HARD 8 HOLDINGS, L.L.C., (the "Company").

ARTICLE II  
DURATION

The Company shall exist perpetually unless sooner dissolved in a manner provided by law, or as provided in the regulations adopted by the members (the "Regulations").

ARTICLE III  
PURPOSE

The Company is created for the purpose of transacting and engaging in any activity or business authorized under the Florida Statutes.

ARTICLE IV  
PRINCIPLE PLACE OF BUSINESS

The principle place of business of the Company shall be 10570 N.W. 27 Street, #103, Miami, Florida 33172, and such other place or places as the members from time to time may determine. The mailing address of the Company is the same.

ARTICLE V  
INITIAL REGISTERED OFFICE AND  
REGISTERED AGENT

The initial registered agent of the Company shall be Carlos A. Triay. The address of the initial registered agent is 10570 N.W. 27 Street Suite 103, Miami, Florida 33172.

ARTICLE VI  
MANAGEMENT

The Company will be managed by a manager or managers who is/are required to be, a member of the Company. The name and address of the manager or managers who will serve as manager or managers until the first annual meeting of the members or until his successor is selected and qualified in accordance with the Regulations is:

Christian H. Infante  
10570 N.W. 27 Street  
#103  
Miami, FL 33172

02 MAR - 7 AM 11:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

ARTICLE VII  
NEW MEMBERS

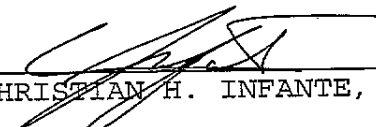
No additional members shall be admitted to the Company, and no member may transfer his or her interest in the Company, except, in either case as set forth in Regulations, and if there are no Regulations then in effect, by unanimous consent of all of the members. No transferee shall have the right to participate in the management of the business and affairs of the Company or become a member unless admitted as a member upon such terms and conditions as set forth in the Regulations, and if no regulations are in effect, upon the unanimous consent of all the members. Contributions of new members shall be determined as of their time of admission to the Company.

ARTICLE VIII  
DISSOLUTION AND MEMBERS RIGHTS  
TO CONTINUE BUSINESS

The Company shall be terminated and dissolved upon:

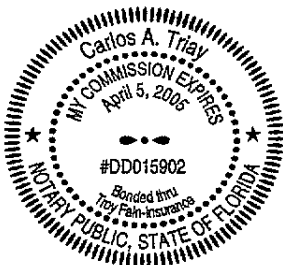
- a. The vote of all members holding an interest in the Company;
- b. The expiration of the term of the Company; or
- c. The death, retirement, or resignation of a member, if the remaining members do not vote unanimously to continue the business of the Company.

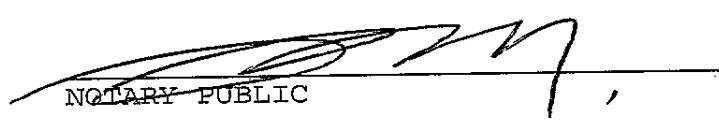
IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed on the 4 day of March, 2002, effective upon filing same with the Florida Department of State.

  
CHRISTIAN H. INFANTE, MANAGER

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 4 day of March, 2002, by CHRISTIAN H. INFANTE, who did execute the foregoing Articles of Organization as managers, who have produced Florida Driver's Licenses as identification.



  
NOTARY PUBLIC

My Commission expires:

02 MAR - 7 AM 11:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment of registered agent contained in the foregoing Articles of Organization.

  
CARLOS A. TRIAY, ESQUIRE

APPROVED  
AND  
FILED

02 MAR -7 AM 11:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA