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JEFFREY S. BAILEY

A PROFESSIONAL ASSOCIATION FILED

MIAMI OFFICE
1111 KANE CONCOURSE
SUITE 607
BAY HARBOR ISLANDS, FL 33154
305 520-8155
305 867-2936 (FACSIMILE)

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DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA

PUERTO RICO OFFICE RECINTO SUR #301 OFICINA 602 APARTADO 9023546 SAN JUAN PR 00902-3546 (787) 977 8493 (787) 977 8381 (FACSIMILE)

March 18, 2002

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Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Carrera Investments, LLC

Dear Sir/Madam:

Enclosed please find the Articles of Organization of Carrera Investments, LLC, along with a check of \$160.00 to cover the filing fee, registered agent designation, certified copy and certificate of status fees.

Should you have any questions, please do not hesitate to contact the undersigned at 305-520-8155.

Sincerely,

Jeffrey S. Bailey

enclosures

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: CARRERA INVESTMENTS, CLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 5701 Minmi Lakes Drive East, Hialeah, PL 33014

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:
JEFFREY S. BAILTY, ESG.
Name
1111 Kane Concourse #607
Florida street address (P.O. Box NOT acceptable)
Bay Harbor Island FL 33154 City, State, and Zip
City, State, and Zip

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.

Registered Agent's Signature

Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)

Signature of a member or an authorized representative of a member.

(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 stated herein are true.)

JEFFREY S. BAILEY

Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)