

Division of Corporations

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Florida Department of State

Division of Corporations

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Fax Number : (850)205-0383

From:

Account Name : KATZ, BARRON, SQUITERO & FAUST, P.A.

Account Number : 072627002473

Phone : (305)856-2444

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LIMITED LIABILITY COMPANY

BENGO ONTIVERO HOLDINGS, LLC

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**ARTICLES OF ORGANIZATION
OF
BENGO ONTIVERO HOLDINGS, LLC**

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such Company:

**ARTICLE I
NAME**

The name of the limited liability company is **BENGO ONTIVERO HOLDINGS, LLC.**

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the limited liability company is 366 SW 22nd Road, Miami, Florida 33129.

**ARTICLE III
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Company is 2699 South Bayshore Drive, Seventh Floor, Miami, Florida 33133, and the name of the registered agent of this Company at that address is CORPCO, INC.

**ARTICLE IV
DURATION AND EFFECTIVE DATE**

The period of this Company's duration shall be perpetual.

**ARTICLE V
PURPOSE**

The Company shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which companies may be organized under Chapter 608, Florida Statutes, as amended and supplemented.

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This instrument prepared by:

ANA C. HARRIS, ESQUIRE

Florida Bar No: 705403

KATZ, BARRON, SQUITERO & FAUST, P.A.

2699 South Bayshore Drive, Seventh Floor

Miami, Florida 33133-5408

(305) 856-2444

Fax: (305) 285-9227

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ARTICLE VI
MANAGEMENT OF COMPANY


The business of the Company shall be manager-managed by two (2) Managers. The Managers shall hold the office and have the responsibility accorded to them by the members and set out in the operating agreement. The name and address of the initial Managers, who are to serve until the first annual meeting of Members or until their successor is elected and qualified, are:

Delia Ontivero
366 SW 22nd Road
Miami, FL 33129

Hilda Bengochea
354 SW 22nd Road
Miami, FL 33129

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TALLAHASSEE, FLORIDA
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IN WITNESS WHEREOF, the undersigned member has hereunto set her hand and seal
this 29 day of MARCH, 2002.


Ana C. Harris, Authorized Representative of a
Member

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability Company at the place designated in the Articles of Organization, I hereby accept this 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.

IN WITNESS WHEREOF, as said registered agent, I have caused this Statement to be
signed on this 29 day of MARCH, 2002.

CORPCO, INC.


Ana C. Harris, Vice President