

L020000 10343

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Riolage Holdings & Investments, LLC

200005388772-3
-04/30/02-01002-008
*****185.00 *****155.00

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☐ Fictitious Search _____
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**RIOLAGE HOLDINGS & INVESTMENTS, L.L.C.
ARTICLES OF ORGANIZATION**

The undersigned being a duly authorized representative and Member and acting as the organizer of a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I
NAME**

The name of the Limited Liability Company shall be RIOLAGE HOLDINGS INVESTMENTS L.L.C. (the "Company").

**ARTICLE II
DURATION**

The period of the Company's duration shall commence on the date of filing these Articles of Organization and shall exist perpetually, unless terminated: (1) in accordance with the Company's Regulations; (2) by the unanimous written agreement of all Members; (3) by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member; or (4) upon the occurrence of any other event which terminates the continued membership of a Member. Upon any such termination, however, the existence and business of the Company may be continued with the consent of all remaining Members of the Company, or by amendment of these Articles of Organization providing for the continued existence of the Company.

**ARTICLE III
PURPOSE**

The Company is being formed to engage in any activity or business permitted under the laws of the United States and the State of Florida.

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**ARTICLE IV
ADDRESS OF PRINCIPAL OFFICE**

The mailing address and the street address of the principal office of the Company shall be:

RIOLAGE HOLDINGS & INVESTMENTS, L.L.C.
6333 Sunset Drive
South Miami, Florida 33143

**ARTICLE V
REGISTERED AGENT**

The name and street address for the initial Registered Agent of the Company in the State of Florida is:

Gustavo D. Lage, Esq.
Salas, Ede, Peterson & Lage, L.L.C.
6333 Sunset Drive
South Miami, Florida 33143

A written statement as prescribed by the Florida Department pursuant to Section 608.407(d), Florida Statutes, is attached to these Articles of Organization.

**ARTICLE VI
ADDITIONAL MEMBERS**

Joaquin Rionda
6333 Sunset Drive
South Miami, Florida 33143

Additional Members may be admitted upon the approval of all of the Members of the Company.

**ARTICLE VII
MANAGEMENT**

The business of the Company shall be a manager-managed company and shall be conducted, carried on, and managed by no fewer than one (1) President, who shall be elected annually by the Members of the Company in the manner set forth in the Company's Regulations. The President shall have the right and responsibilities accorded him under the Company's Regulations. The names and addresses of the initial President is as follows:

Gustavo D. Lage, Esq
6333 Sunset Drive
South Miami, Florida 33143

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The President shall serve in such capacity until his successor(s) is (are) duly elected, or otherwise appointed, and qualified.

ARTICLE VIII AMENDMENT OF REGULATIONS

The power to adopt, alter, amend, or repeal the Regulations of the Company shall be solely and exclusively vested in the Members of the Company.

In WITNESS WHEREOF, the undersigned, as Member, has executed these Articles of
Organization on this ____ day of _____, 2002.

Riolage Holdings & Investments, LLC

By: 

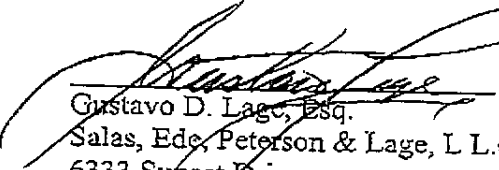
Gustave D. Lage, Esq.
as Authorized Representative

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REGISTERED AGENT ACCEPTANCE

IN WITNESS WHEREOF, the undersigned hereby accepts the appointment of Registered Agent, and states that it is familiar with, and accepts the obligations provided for in section 608.415 Florida Statutes.


Gustavo D. Lage, Esq.
Salas, Ede, Peterson & Lage, L.L.C.
6333 Sunset Drive
South Miami, Florida 33143

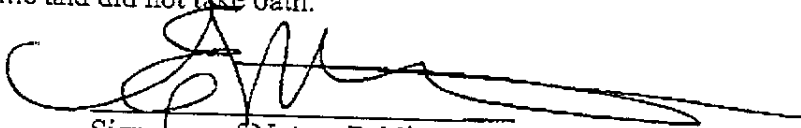
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TALLAHASSEE, FLORIDA

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STATE OF FLORIDA)
) SS
COUNTY OF DADE)

The preceding or attached instrument was acknowledged before me on April 29th 2002 by Gustavo D. Lage, who is personally known to me and did not take oath.


Signature of Notary Public

Eleanor M. Navarro
Print or Typed Name of Notary Public

{Notary Seal}

