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AUTHORIZATION : *Patricia Pysko*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 1, 2002

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ORDER NO. : 558571-020

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CUSTOMER NO: 7252960

CUSTOMER: Ms. Vivian Williams
Linda Larrea, P.a.

Suite 111
2300 Coral Way
Miami, FL 33145

RECEIVED
02 MAY - 1 PM 12:07
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: PAN AMERICAN WEST, L.C.

FILE SECOND

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ____ CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1118

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
PAN AMERICAN WEST, L.C.**

FILED
02 MAY - 1 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

1. Name. The name of this limited liability company is **PAN AMERICAN WEST, L.C.**
2. Duration. The latest date upon which the limited liability company is to dissolve is January 1, 2099.
3. Mailing Address and Street Address. The Company's mailing and street address is: **2199 Ponce de Leon Blvd., Suite 200, Miami, Florida 33134.**
4. Registered Agent and Office. The name of the initial registered agent of the Company is **DADE CORPORATE SERVICES, INC..** The street address of the initial registered agent of the Company is **2300 Coral Way, Suite 103, Miami, Florida 33145.**
5. Additional Members. Additional members to the Company may be admitted, but only if all the current members agree to the admission of the additional members and to the terms of admission.
6. Termination of Membership. If a member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may, by unanimous written agreement, continue the business of the Company.
7. Management of the Company. The management of the limited liability company is reserved to the members, through a managing member. The following will be the initial managing member:

Name and Address: _____

Carlos C. Lopez-Cantera

2199 Ponce de Leon Blvd.
Suite 200
Miami, FL 33134

8. Regulations. The members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company.
9. Date of Existence of the Company. The existence of the Company shall commence on the date of filing the Articles of Organization by the Florida Department of State.

The undersigned executed these Articles of Organization effective as of the 30 day of April, 2002.



Carlos C. Lopez-Cantera
Managing Member

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

PAN AMERICAN WEST, L.C.

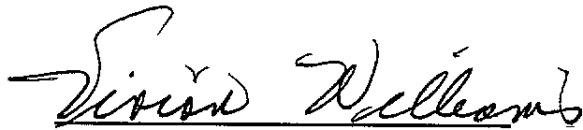
2. The name and address of the registered agent and office is:

**Dade Corporate Services
2300 Coral Way, Suite 103
Miami, Florida 33145**

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.

DADE CORPORATE SERVICES

Registered Agent



Vivian Williams
President

(Date)

4/30/02

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TALLAHASSEE, FLORIDA