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**ARTICLES OF ORGANIZATION
OF
LEANEZ & POLANIA, LLC.**

WE, THE UNDERSIGNED AS ORGANIZERS OF A LIMITED LIABILITY COMPANY, UNDER THE FLORIDA LIMITED LIABILITY COMPANY ACT, ADOPT THE FOLLOWING ARTICLES OF ORGANIZATION FOR SUCH LIMITED LIABILITY COMPANY IN THE STATE OF FLORIDA

ARTICLE I: NAME

THE NAME OF THE LIMITED LIABILITY COMPANY IS LEANEZ & POLANIA LLC.

ARTICLE II: DURATION

THE PERIOD OF DURATION OF THIS LIMITED LIABILITY COMPANY SHALL BE 30 YEARS FROM THE DATE OF THE ISSUANCE OF A CERTIFICATION OF ORGANIZATION OF THE STATE OF FLORIDA

ARTICLE III: PRINCIPAL OFFICE

THE ADDRESS OF THE PRINCIPAL OFFICE OF THE LIMITED LIABILITY COMPANY IS 3211 PONCE DE LEON BOULEVARD SUITE 204, CORAL GABLES, FLORIDA 33134, THE MAILING ADDRESS SHALL BE THE SAME.

REGISTERED AGENT AND OFFICE

THE NAME OF THE INITIAL REGISTERED AGENT WITHIN FLORIDA IS CONTINENTAL INTERNATIONAL REAL ESTATE, CORP. AND THE STREET ADDRESS IS 3211 PONCE DE LEON BOULEVARD SUITE 204 CORAL GABLES, FLORIDA 33134.

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THIS CORPORATION MAY ENGAGE IN THE TRANSACTION OF ANY OR ALL LAWFUL BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE FLORIDA GENERAL CORPORATION ACT.

ARTICLE V: MEMBERS

THE LIMITED LIABILITY COMPANY HAS TWO (2) MEMBERS WHOSE NAMES AND ADDRESS ARE:

YOHIMA DEL CORRAL
4080 SW 84 AV
MIAMI, FL 33155
305-4859300

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02 MAY 29 PM 1:55
SECRETARY OF STATE
JAIL MASS. F. D. GRIDA

APPROVED
AND
FILED

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PRESIDENT/SECRETARY: HECTOR EFRAIN LEANEZ
3211 PONCE DE LEON BOULEVARD SUITE 204
CORAL GABLES, FLORIDA 33134

VICE-PRESIDENT: JOSE GUSTAVO POLANIA
3211 PONCE DE LEON BOULEVARD SUITE 204
CORAL GABLES, FLORIDA 33134

NO ADDITIONAL MEMBERS SHALL BE ADMITTED UNLESS ALL MEMBERS,
(INCLUDING ANY ADDITIONAL MEMBERS OTHER THAN ORIGINAL
MEMBERS SHALL UNANIMOUSLY AGREE, AND SUCH TERMS AND
CONDITIONS AS SHALL BE AGREED UNANIMOUSLY)

THE DEATH RETIREMENT, RESIGNATION, EXPULSION, BANKRUPTCY OR
DISSOLUTION OF ANY MEMBER OR THE OCCURRENCE OF ANY EVENT
WHICH TERMINATES THE CONTINUED MEMBERSHIP OF A MEMBER OF
THIS LIMITED LIABILITY COMPANY, SHALL TERMINATE THIS COMPANY,
UNLESS THE REMAINING MEMBERS SHALL UNANIMOUSLY AGREE TO
CONTINUE THE BUSINESS OF THE COMPANY, IN WHICH EVENT, THIS
COMPANY SHALL NOT SO TERMINATE.

ARTICLE VI: MANAGEMENT

THE MANAGEMENT OF THE COMPANY IS RESERVED TO THE MEMBERS OF
THE COMPANY, IN PROPORTION TO THEIR CONTRIBUTIONS TO THE
CAPITAL OF THE LIMITED LIABILITY COMPANY, THE POWER TO ADOPT,
ALTER, AMMEND OR REPEAL THE REGULATIONS OF LIMITED LIABILITY
COMPANY SHALL BE VESTED IN THE MEMBERS OF THE COMPANY.

THE NAMED AND ADDRESS OF THE MANAGING MEMBER IS:

HECTOR EFRAIN LEANEZ
3211 PONCE DE LEON BOULEVARD SUITE 204
CORAL GABLES, FLORIDA 33134

JOSE GUSTAVO POLANIA
3211 PONCE DE LEON BOULEVARD SUITE 204
CORAL GABLES, FLORIDA 33134

IN WITNESS WHEREOF, THE UNDERSIGNED REPRESENTATIVE OF A
MEMBER HAS EXECUTED THESE ARTICLES OF ORGANIZATION ON THIS 28
DAYS OF MAY 2002.

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CLERK OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

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HECTOR EERAIN LEANEZ

Hector E. Leanez

MEMBER

A CERTIFICATED DESIGNATED PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UNPON FORM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 608, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT LEANEZ & POLANIA, LLC DESIRING TO ORGANIZE PRE QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, HAS NAME CONTINENTAL INTERNATIONAL REAL ESTATE CORP., LOCATED AT 3211 PONCE DE LEON BOULEVARD SUITE 204, CORAL GABLES, FLORIDA 33134, AS IT'S AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

BY: CONTINENTAL INTERNATIONAL REAL ESTATE CORP.

Hector E. Leanez

HECTOR E. LEANEZ
REGISTERED AGENT

3211 PONCE DE LEON BOULEVARD SUITE 204
CORAL GABLES, FLORIDA 33134

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATED, I HEREBY AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT

BY: CONTINENTAL INTERNATIONAL REAL ESTATE CORP.

Hector E. Leanez

HECTOR EERAIN LEANEZ
REGISTERED AGENT.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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