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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

LIMITED LIABILITY COMPANY

Lucky Start at "Bluewaters", LLC

Certificate of Status	0
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ARTICLES OF ORGANIZATION OF
LUCKY START AT "BLUEWATERS", LLC

ARTICLE I

The name of the limited liability company ("Company") is **LUCKY START AT "BLUEWATERS", LLC**.

ARTICLE II
Address

The mailing and street address of the Company's principal office is 12515 N. Kendall Drive, Suite 328, Miami, Florida 33186.

ARTICLE III
Duration

The period of duration for the Company is perpetual beginning on the date these Articles of Organization are filed by the Florida Department of State.

ARTICLE IV
Registered Agent and Office

The name of Company's initial registered agent in Florida is Antonio Balestena. The address of Company's registered office in Florida is 12515 N. Kendall Drive, Suite 328, Miami, Florida 33186.

ARTICLE V
Management

The Company is to be managed by the members. Each managing member is identified as follows:

Abal Investments Corporation, a Florida Corporation
12515 N. Kendall Drive, Ste. 328
Miami, Florida 33186

Ferben Investments, Inc., a Florida Corporation
12515 N. Kendall Drive, Ste. 328
Miami, Florida 33186

Venamerica Traders Inc., a Florida Corporation
832 Coral Way
Coral Gables, Florida 33134

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ARTICLE VI
Admission of New Members

Members of the Company have the right to admit new members. Additional members may be admitted only by the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contribution by the new members at the time the new members are admitted.

ARTICLE VII

The remaining members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company. The business may continue only on the unanimous written consent of the remaining members.

IN WITNESS WHEREOF, we have executed these Articles of Organization on this 16 day of July, 2002 at Miami, Miami-Dade County, Florida.

Signed in the presence of:

Forn
Printed Name: Eileen Fornada
[Signature]
Printed Name: SILVIA MESA

Forn
Printed Name: Eileen Fornada
[Signature]
Printed Name: SILVIA MESA

Forn
Printed Name: Eileen Fornada
[Signature]
Printed Name: SILVIA MESA

Abal Investments Corporation, a
Florida Corporation

By: [Signature]
Antonio Balesena

Ferthen Investments, Inc., a Florida
Corporation

By: [Signature]
Jorge L. Fernandez

Venusmerics Traders Inc., a Florida
Corporation

By: [Signature]
Jorge L. Fernandez

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.413 or 608.507, 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 **LUCKY START AT "BLUEWATERS", LLC**
- (2) The name and address of the registered agent and office is: **ANTONIO BALESTENA**

I having been named as registered agent and to accept service of process for the above-named 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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 05/14/02


ANTONIO BALESTENA

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