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From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

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LIMITED LIABILITY COMPANY

AP & B Holdings LLC

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 10, 2002

CORPORATE CREATIONS INTERNATIONAL INC.

SUBJECT: AP & B HOLDINGS LLC
REF: W02000016722

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
AP & B Holdings LLC

Article II. Address

The Company's street and mailing address is:
AP & B Holdings LLC
3551 Crystal Court
Miami FL 33133

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Lizabeth F. Calvo
328 Crandon Boulevard
Suite 226
Key Biscayne FL 33149

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TALLAHASSEE, FLORIDA

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Lizabeth F. Calvo | FL Bar Member 40657
Lizabeth F. Calvo, P.A.
328 Crandon Boulevard
Suite 226
Key Biscayne FL 33149
305-365-0902

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Article V. Management

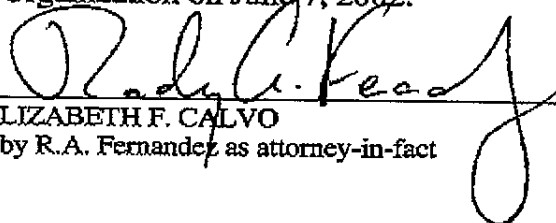
This will be a manager-managed company. The name and address of each manager is:

RAFAEL AMUCHASTEGUI
3551 Crystal Court Miami FL 33133
DANIEL RENE HERNANDEZ
3551 Crystal Court Miami FL 33133
JUDITH ALEJANDRA GASPARINI
3551 Crystal Court Miami FL 33133
SANTIAGO ERNESTO ALLENDE POSSE
3551 Crystal Court Miami FL 33133
LUCAS IGNACIO ALLENDE POSSE
3551 Crystal Court Miami FL 33133
ESTEBAN JOSE ALLENDE POSSE
3551 Crystal Court Miami FL 33133
RICARDO BRUNA
3551 Crystal Court Miami FL 33133

Article VI. Company Existence

The Company's existence shall begin effective as of June 6, 2002.

The undersigned authorized representative of a member executed these Articles of Organization on June 7, 2002.


LIZABETH F. CALVO
by R.A. Fernandez as attorney-in-fact

Lizabeth F. Calvo | FL Bar Member 40657
Lizabeth F. Calvo, P.A.
328 Crandon Boulevard
Suite 226
Key Biscayne FL 33149
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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

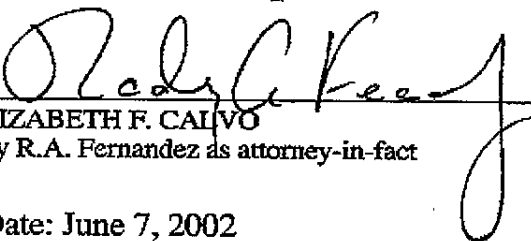
AP & B Holdings LLC

REGISTERED AGENT/OFFICE:

Lizabeth F. Calvo
328 Crandon Boulevard
Suite 226
Key Biscayne FL 33149

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CLERK OF DISTRICT COURT
KEY BISCAYNE, FL 33149

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


LIZABETH F. CALVO
by R.A. Fernandez as attorney-in-fact

Date: June 7, 2002

Lizabeth F. Calvo I FL Bar Member 40657
Lizabeth F. Calvo, P.A.
328 Crandon Boulevard
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