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AGUSTIN DE GOYTISOLO, P.A.
OF COUNSEL & CIVIL-LAW NOTARY
ARAN CORREA & GUARCH, P.A.

TELEFAX
305.446.9220

PLEASE RESPOND TO:
600 BILTMORE WAY, SUITE 1205
CORAL GABLES, FLORIDA 33134-7534

TELEPHONE 305.443.3412
E-MAIL esdeley@bellsouth.net

1/22 FL LLC July 16, 2002 (3)

CC

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-07/22/02-01072-014
***155.00 ***155.00

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: **PLUS MEDIA GROUP LLC**, filing of articles of organization.

Dear Sir/Madam:

Enclosed for filing please find duplicate (2) originals of the Articles of Organization of the above named limited liability company, appreciating that once such Articles are filed, you order that a certified copy thereof are returned to the undersigned at your earliest opportunity. Likewise, included is a postage prepaid envelope for the return of the certified copy above mentioned.

Also enclosed is a check payable to the Department of State in the amount of \$155.00 to cover the following fees:

Filing Fee	\$100.00
Certified copy	30.00
Registered agent designation	25.00
Total	<u>\$155.00</u>

Do not hesitate to call me, if in doubt.

Sincerely yours,


Agustin de Goytisoló, P.A.

Enc. (3)

FILED
02 JUL 22 AM 9:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF ORGANIZATION

OF

PLUS MEDIA GROUP LLC

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608, entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization therefor:

ARTICLE I

Name

The name of the limited liability company is PLUS MEDIA GROUP LLC, sometimes hereinafter referred as the "Company".

ARTICLE II

Address

The mailing address and street address of the principal office of the Company is 1295 Coral Way, Miami FL 33145.

ARTICLE III

Initial Registered Office and Agent

The street address of the initial registered office of this Company is 600 Biltmore Way, Ste. 1205, Coral Gables FL 33134.7534, and the name of the registered agent of this Company at that address is Agustín de Goytisolo, P.A.

ARTICLE IV

Duration and Effective Date

The period of this Company's duration shall be perpetual and it will commence upon the filing of these Articles with Florida's Department of State (its "Effective Date").

ARTICLE V

Purpose

The Company shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which companies may be organized under Chapter 608, Florida Statutes, as amended and supplemented from time to time.

This instrument prepared by:
Agustín de Goytisolo, Esq.
ARAN CORREA & GUARCH, P.A.
710 South Dixie Highway, Miami FL 33146.2602
Direct: Tel: 305.443.3412, Fax: 305.446.9220 & e-mail: esdeley@bellsouth.net

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI
Management of Company

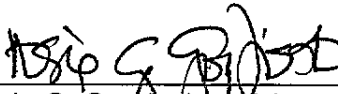
The business of the Company shall be manager-managed by three (3) initial Managers. The Managers shall hold the office and have the responsibility accorded to him or her by the members and set out in the Company's Operating Agreement. The name and address of the initial Managers are:

Josie G. Goytisolo
1295 Coral Way,
Miami FL 33145

Gustavo Godoy
1295 Coral Way,
Miami FL 33145

Carlos M. Medina,
1295 Coral Way,
Miami FL 33145

IN WITNESS WHEREOF, the undersigned member has hereunto set his or her hand and seal this 17th day of July, 2002.



Josie G. Goytisolo, a/k/a
Josefina G. de Goytisolo

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated Company at the place designated in the Articles of Organization, I hereby accept this appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of Florida 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 of the Company

IN WITNESS WHEREOF, as said registered agent of the Company, I have caused this document to be signed on this 17th day of July, 2002.



Agustín de Goytisolo, P.A.