Division of Corporations

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To:

Division of Corporations

Fax Number

: (850)205-0383

Account Name

: EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255 . Phone

: (305)634-3694

Fax Number

: (305)633-9696

LIMITED LIABILITY COMPANY

belalucy, llc

Certificate of Status	0
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ARTICLES OF ORGANIZATION OF BELALUCY, LLC

The undersigned member, acting as organizer of BELALUCY, LLC, under the Florida

Limited Liability Company Act, adopts the following Articles of Organization for said Limited

Liability Company.

ARTICLE I - NAME

The name of the Limited Liability Company shall be BELALUCY, LLC

ARTICLE II - PRINCIPAL OFFICE

The mailing address of the principal office of the Limited Liability Company shall be 7270 N.W. 12th Street, Airport Executive Tower II, PH9, Miami, FL 33126, and the street address shall be Avenida Protásio Alves 865, Apartment 202, Port Alegre, Rio Grande Do Sul, Brasil, 90410-000

ARTICLE III - <u>INITIAL REGISTERED OFFICE AND AGENT. & REGISTERED</u> AGENT'S SIGNATURE

The name and the Florida street address of the initial registered agent of this Limited Liability Company are as follows:

REGISTERED AGENT

STREET ADDRESS OF REGISTERED OFFICE

Ricardo A. Gonzalez & Associates, P.A.

7270 N.W. 12th Street Airport Executive Tower II PH 9 Miami, FL 33126

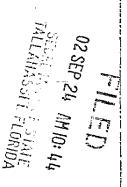
ARTICLE IV - MANAGEMENT (If Applicable)

The Limited Liability Company is to be managed by one or more
 managers and is, therefore, a manager-managed company.

ARTICLE V - MEMBERS

The name and address of the member signing these Articles is

H 02000203019



#

(4)

NAME

ADDRESS

Luis Salomon Smejoff

Avenida Protásio Alves 865, Apartment 202 Port Alegre, Rio Grande Do Sul Brasil, 90410-000

ARTICLE V - INDEMNIFICATION

This Limited Liability Company shall indemnify all members, and former members, to the fullest extent permitted by law as the law now exists or may be amended hereafter.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization this 24 day of September, 2002.

MEMBER(\$)

Luis Salomon Smeloff

H 02000203019 CERTIFICATE DESIGNATING REGISTERED AGENT

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

- 1. The name of the Limited Liability Company is BELALUCY, LLC.
- The name and address of the registered agent and office is:

Ricardo A. Gonzalez & Associates, P.A.
7270 N.W. 12th Street
Airport Executive Tower II
PH 9
Miami, FL 33126

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 agreed to act in this capacity. I further agree to comply with the provision 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 as provided for in Chapter 608, F.S.

Signed this 24 day of September, 2002.

Diesident

RICARDO A. GENZALEZ & ASSOCIATES, P.A.

Rv:

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