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**NJH**

From: Account Name : EMPIRE CORPORATE KIT COMPANY  
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**SOFAINELA, L.L.C.**

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**Figure 6**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

### ARTICLES OF ORGANIZATION OF SOFAINELA, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges, and files the following Articles of Organization.

#### ARTICLE I - NAME

The name of the limited liability company shall be SOFAINELA, L.L.C., hereafter referred to as "company".

#### ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 33 S.W. 23rd Road, Miami, FL 33129.

#### ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed with the Florida Department of State. The company's existence shall be perpetual, unless the company is dissolved earlier, as provided in these articles of organization or in the operating agreement.

#### ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida are: HERNANDO SOTO, 33 S.W. 23 Road, Miami, FL 33129.

#### ARTICLE V - CONTRIBUTIONS

The contributions of the members may be in cash, property, services rendered, or a promissory note or other obligation to contribute cash or property or to perform services, as set forth in the operating agreement.

#### ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only upon the unanimous consent of all the members, or as provided in the operating agreement.

#### ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the operating agreement, no additional members shall be admitted to the company, except with the unanimous written consent of the members and on such terms and conditions as shall be determined by the members. A member may transfer his or her interest in the company as provided in the operating agreement of the company, but the transferee shall have no

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right to participate in the management of the business and affairs of the company or become a member, unless all of the members of the company, excluding the member proposing to dispose of his or her interest, approve of the proposed transfer by written consent.

#### ARTICLE VIII - MEMBER'S RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by a majority vote of the remaining members.

#### ARTICLE IX - MANAGEMENT

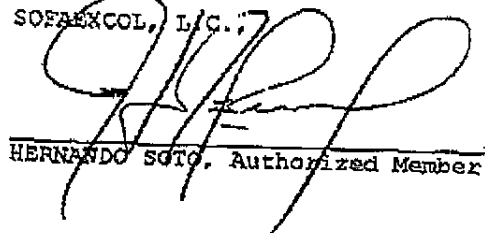
The company shall be managed by the members, in accordance with the operating agreement adopted by the members for the management of the business and affairs of the company. The operating agreement may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial member of the company are:

SOFASXCOL, L.C.  
33 S.W. 23 Road  
Miami, FL 33129

In accordance with Sec. 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization on the 1st day of October, 2002.

SOFASXCOL, L.C.

  
HERNANDO SOTO, Authorized Member

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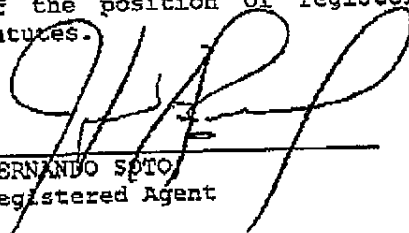
CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE OF  
SOFAINELA, L.L.C.

Under the provisions of Secs. 608.415 or 608.507, Fla. Stat., SOFAINELA, L.L.C., submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is SOFAINELA, L.L.C.
2. The name and street address of the registered agent in Florida are:

HERNANDO SOTO  
33 S.W. 23 Road  
Miami, FL 33129

The undersigned, being the person named in the articles of organization of SOFAINELA, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, accepts the appointment as registered agent, and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with, and accepts, the obligations of the position of registered agent, as provided for in Chapter 608, Florida Statutes.

  
HERNANDO SOTO  
Registered Agent

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