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LIMITED LIABILITY COMPANY

usa dream, llc

B/K

Certificate of Status	0
Certified Copy	1
Page Count	04
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DIVISION OF CORPORATION

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(4)

USA DREAM, LLC
(A Florida Limited Liability Company)

ARTICLES OF ORGANIZATION

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

ARTICLE I. NAME

The name of the limited liability company is USA DREAM, LLC (the "Company").

ARTICLE II. ADDRESS

The initial principal office and mailing address of the Company is:

2065 NE 163rd Street
Miami, Florida 33162

ARTICLE III. REGISTERED AGENT, REGISTERED OFFICE AND REGISTERED AGENT'S SIGNATURE

The name and the Florida street address of the registered agent are: Jose Portnoy, 2100 West 76th Street, Suite 401, Hialeah, Florida 33016.

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 agree to act in this capacity. I further agree to comply with the provisions 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.

Jose Portnoy-Registered Agent

ARTICLE IV. MANAGEMENT

The Company shall be conducted, carried on, and managed by no less than one (1) Manager, who shall be elected annually by the Members of the Company in the manner prescribed by and provided in the Operating Agreement of the Company. Such Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company. The name and address of the initial Manager is as follows:

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Guillermo C. Pecyner

2065 NE 163rd Street
Miami, Florida 33162

Such Manager shall serve in such capacity until the first annual meeting of the Members or until his successor is duly elected and qualified.

ARTICLE V. DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated in accordance with the Company's Operating Agreement, or by the unanimous written agreement of all Members.

ARTICLE VI. PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VII. ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company.

ARTICLE VIII. OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested solely in the Members.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 27th day of January, 2003.



Guillermo C. Pecyner - Member

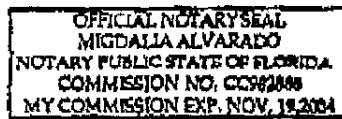
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STATE OF FLORIDA
COUNTY OF MIAMI DADE

BEFORE ME, the undersigned authority, personally appeared GUILLERMO C. PECYNER to me known to be the person described in and who executed the foregoing Articles of Organization, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the State of Florida, County of Miami Dade this 27th day of January 2003.



M. Alvarado
Notary Public
State of Florida at Large

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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My commission expires:

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