

ADG INVESTMENTS, LLC.
1726 Victoria Pointe Cr
Weston, FL. 33327
Telephone (954) 659-0520

March 19th, 2003

Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Fl. 32399

Re: Articles of organization.

Dear Sir:

Enclosed for filing are an original and a copy of the Articles of organization of the referenced Corporation, Also enclosed is a check as a payment for the followings:

- A) Filing fee for Articles of organization
- B) Filing fee designation of registered Agent
- C) Certified copy of Articles
- D) Certificate of Status

Please return the certified copy of the Articles of organization to me as soon as possible they have been filed.

Thank you for your assistance and cooperation.

Very truly yours,

Carlos Merida
Member



STATE OF FLORIDA
TALLAHASSEE, FLORIDA

03 APR 10 AM 10:07

FILED

ARTICLES OF ORGANIZATION
OF
"ADG INVESTMENT, LLC."

THE UNDERSIGNED SUBSCRIBERS to these Articles of organization each a natural person competent to contract, hereby associate themselves together to form a Limited Liability Company, pursuant to s.608.407(2), Florida Statutes, the articles of organization must set forth the following:

ARTICLE I
NAME

The name of this Limited Liability company is:

"ADG INVESTMENT, LLC."

ARTICLE II
MAILING ADDRESS AND PRINCIPAL OFFICE

The mailing address and the street address of the principal office of this Limited liability company is:

1726 Victoria Pointe Cr
Weston, FL. 33327

The Board of Members, may, from time to time, move the principal office to any other address in Florida. Branch offices may be maintained at such other places in the State of Florida, the United States of America and foreign countries as may, from time to time, be authorized by the Board of Members.

ARTICLE III
REGISTERED AGENT AND ADDRESS

The name and address of this limited Liability Company's registered agent is:

Luis Ponce
1726 Victoria Pointe Cr
Weston, FL. 33327

03 APR 10 AM 10:07
FILED
TALLAHASSEE, FLORIDA

The registered agent must sign and state that he is familiar with and accepts the obligations of the position.

**ARTICLE IV
INITIAL MEMBERS AND MANAGERS**

This limited liability company, shall have not less than three (3) members or managers initially. The number of members or managers may be increased or diminished from time to time adopted by the members, but shall never be less than two. This Limited Liability Company shall begin with three (3) members or managers.

**ARTICLE V
NAMES AND ADDRESS OF THE INITIAL MANAGERS**

This Limited Liability Company is to be managed by manager or managers and the names and street address of the managing members who shall hold office for the first year of existence of this limited liability company or until their successors are elected and have qualified as follows:

GUSTAVO HERNANDEZ
712 Juniper Lane
Weston, FL. 33327

} MGMR-P-S

LUIS PONCE
1726 Victoria Pointe Cr
Weston, FL. 33327

} MGR-VP-Comptroller

CARLOS MERIDA
18896 SW 28th Court
Miramar, FL. 33029

} MGR-VP

03 APR 10 AM 10:07
FILED
TALLAHASSEE, FLORIDA

ARTICLE VI
DURATION

This limited liability Company shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. This Limited Liability Company shall be commence at the times of filing of the Articles by the Department of State, State of Florida.

ARTICLE VII
NATURE OF BUSINESS

The general nature of the business to be transacted by this limited liability company is:

1. All lawful purposes.
2. To manufacture, purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.
3. To conduct business in, have one or more offices in and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property including franchises, patents, copyrights, trademarks and licenses in the State of Florida, and in all other states and countries.
4. To contract debts, and borrow money, issue and sell or pledge bonds, debentures, note and other evidences of indebtedness and execute such mortgages, transfers or corporate property or other instruments to secure the payment of corporate indebtedness as required.

03 APR 10 AM 10:07
FILED
TALLAHASSEE, FLORIDA

FILED

5. To purchase the corporate assets of any other corporation and engage in the same or other character of business.
6. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the share of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state government; and while owner of such stock, to exercise all the rights, powers and privileges of ownership including the right to vote such stock.
7. To carry on any lawful business necessary or incidental to the attainment of the objects of this Limited Liability Company whether or not such business is similar in nature to the objects enumerated in these Articles of organization.
8. To engage in any activity or business permitted under the Laws of the United States and of the State of Florida.

ARTICLE VIII
CONTRIBUTIONS

The undersigned member or authorized representative of a members of "ADG INVESTMENTS, LLC." deposes and says:

The amount of cash contributed by the members(s) is ONE THOUSAND TWO HUNDRED (\$1,200.00) DOLLARS, distributed in One thousand Two hundred (1,200) of units for the value of \$ 1.00 dollar each.

The capital contributions may be paid for in property, labor or services at a just valuation to be fixed by the incorporators or the Members.

FILED
 03 APR 10 AM 10:07
 TAMPA, FLORIDA
 COUNTY CLERK

The Contributions shall be issued from time to time as may be determined by the Members.

On dissolution or liquidation of this Limited Liability Company, the members shall be entitled to distribution as their members may appear upon the capital contributions record of this Limited Liability Company.

The amount of capital with which this limited liability company may begin business shall not be less than ONE THOUSAND TWO HUNDRED (\$1,200.00) Dollars, distributed in One Thousand two hundred (1,200) of units for the value of \$ 1.00 dollar each.

**ARTICLE IX
ORGANIZER**

The name and address of the organizer subscribing to these Articles of organization is:

Carlos Merida
18896 SW 28th Court
Miramar, FL. 33029

**ARTICLE X
AMENDMENT**

These Articles of organization may be amended in the manner provided by law. Every amendment shall be approved by the Board of Members, proposed by them to the members and approved at a Member's Meeting by a majority of the members entitled to vote thereon.

FILED
03 APR 10 AM 10:07
TALLAHASSEE, FLORIDA

FILED

03 APR 10 AM 10:07

STATE OF TEXAS
COUNTY OF TARRANT
TARRANT COUNTY CLERK

**ARTICLE XI
INDEMNIFICATION**

The limited liability company shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the Limited Liability Company or any former member, officer, director, employee or agent of this Limited Liability Company or any person who, at the request of the this Limited Liability Company, is or was serving as a member, director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

**ARTICLE XII
LIMITATION**

The members of this limited liability company may enter into agreements between themselves respecting their respective rights and duties with reference to the contributions of this limited liability company; and such agreements may include any limitation upon the transferability of assignment of the contributions and the conferring of pre-emptive rights of purchase upon the members as condition precedent to the sale of other contributions; and such agreement shall be valid and this limited liability company may join as a party thereto.

ARTICLE XIII

This limited liability company may, by action taken at any meeting of its Board of Members, sell, lease or exchange all of its property and assets including its good will, its corporate franchises or any property or assets essential to its Limited Liability business upon such terms and conditions as its Board of Members deems meet and expedient and as authorized by an affirmative vote of capital of contributions records holding contribution in this Limited Liability Company entitling them to exercise

CERTIFICATE OF REGISTERED AGENT
OF
"ADG INVESTMENTS, LLC."

Certificate designating place of business or domicile for the service of process within Florida naming Agent upon whom process may be served in compliance with Chapter 608, Florida Statutes, the following is submitted:

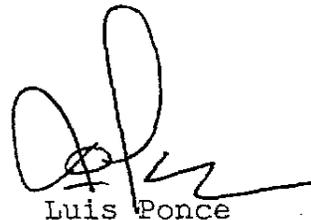
FIRST, THAT: "ADG INVESTMENTS, LLC."

Desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business at the City of Weston, Broward County, State of Florida, has named:

Luis Ponce - Registered Agent

Located at:
1726 Victoria Pointe Cr
Weston, FL. 33327

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.



Luis Ponce
Registered Agent
Date: March 19th '2003

03 APR 10 AM 10:07
FILED
TALLAHASSEE, FLORIDA