

**Electronic Articles of Organization  
For  
Florida Limited Liability Company**

**L03000014514  
FILED 8:00 AM  
April 23, 2003  
Sec. Of State**

**Article I**

The name of the Limited Liability Company is:  
ROSEPARC PROJECT, L.L.C.

**Article II**

The street address of the principal office of the Limited Liability Company is:  
710 SOUTH DIXIE HIGHWAY  
CORAL GABLES, FL. 33146

The mailing address of the Limited Liability Company is:  
710 SOUTH DIXIE HIGHWAY  
CORAL GABLES, FL. 33146

**Article III**

The purpose for which this Limited Liability Company is organized is:  
ANY AND ALL LAWFUL BUSINESS.

**Article IV**

The name and Florida street address of the registered agent is:  
FERNANDO S ARAN  
710 SOUTH DIXIE HIGHWAY  
CORAL GABLES, FL. 33146

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.

Registered Agent Signature: FERNANDO S. ARAN

## **Article V**

The name and address of managing members/managers are:

Title: MGR  
B DEVELOPMENTS, L.L.C.  
2600 SOUTHWEST THIRD AVENUE STE:730  
MIAMI, FL. 33129

Title: MGRM  
B. HOLDINGS, L.L.C. 74%  
2600 SOUTHWEST THIRD AVENUE STE: 730  
MIAMI, FL. 33129

Title: MGRM  
E. ROSEPARC INVESTMENT, INC. 26%  
2600 SOUTHWEST THIRD AVENUE STE: 730  
MIAMI, FL. 33129

Signature of member or an authorized representative of a member

Signature: MIGUEL ANGEL BARBAGALLO

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