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To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

Effective Date -
4-29-03

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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

GAROE HOLDINGS LLC

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DIVISION OF CORPORATION

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Garoe Holdings LLC

Article II. Address

The Company's street and mailing address is:
Garoe Holdings LLC
7625 SW 84th Court
Miami FL 33143

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Jose L. Baloyra
Grand Bay Plaza
2665 S. Bayshore Drive, Suite 200
Coconut Grove FL 33133

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Alfredo Xiques | FL Bar Member 599581
Garcia & Baloyra
Grand Bay Plaza
2665 S. Bayshore Drive, Suite 200
Coconut Grove FL 33133
305-358-4800

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Article V. Management

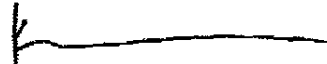
This will be a manager-managed company. The name and address of each manager is:

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Article VI. Company Existence

The Company's existence shall begin effective as of April 29, 2003.

The undersigned authorized representative of a member executed these Articles of Organization on April 30, 2003.



ALFREDO XIQUES

by K. Sarria as attorney-in-fact

Alfredo Xiques | FL Bar Member 599581
Garcia & Baloyra
Grand Bay Plaza
2665 S. Bayshore Drive, Suite 200
Coconut Grove FL 33133
305-358-4800

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STATEMENT OF REGISTERED AGENT


LIMITED LIABILITY COMPANY:
Garoe Holdings LLC

REGISTERED AGENT/OFFICE:

Jose L. Baloyra
Grand Bay Plaza
2665 S. Bayshore Drive, Suite 200
Coconut Grove FL 33133

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CLERK OF DISTRICT COURT
STATE OF FLORIDA

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


JOSE L. BALOYRA
by K. Sarria as attorney-in-fact

Date: April 30, 2003

Alfredo Xiques | FL Bar Member 599581
Garcia & Baloyra
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