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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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LIMITED LIABILITY COMPANY**CEDENO PROMOCION, L.L.C**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

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03 MAY - 6 AM 8:50

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DIVISION OF CORPORATION

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ARTICLES OF ORGANIZATION
FOR
CEDENO PROMOCIÓN, L.L.C.

ARTICLE I - NAME

The name of this limited liability company shall be CEDENO PROMOCIÓN, L.L.C.

ARTICLE II - DURATION

The limited liability company shall have perpetual existence.

ARTICLE III - PURPOSE AND POWERS

Except as restricted by these Articles of Organization, this limited liability company is organized for each and every legal and lawful purpose for which a limited liability company may be organized pursuant to the Florida Limited Liability Company Act.

Except as restricted by these Articles of Organization, this limited liability company shall have and may exercise all powers and rights, which a limited liability company may exercise under Florida law or the laws of the United States of America.

ARTICLE IV - PRINCIPAL OFFICE

The mailing address and the street address of this limited liability company shall be 1001 Brickell Bay Drive, 9th Floor, Miami, Florida 33131.

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent for this limited liability company and the street address of the initial registered agent are: Charles H. Johnson, Esq., Richman Greer Weil Brumbaugh Mirabito & Christensen, P.A., 201 S. Biscayne Blvd., 10th Floor, Miami, Florida 33131.

ARTICLE VI - ADDITIONAL MEMBERS

This limited liability company may admit additional members subject to approval by unanimous vote of the existing members.

ARTICLE VII - INITIAL MANAGER

This limited liability company shall be managed by one or more managers. This limited liability company shall initially have one manager. The number of managers of this company may be changed in accordance with the regulations of the company. The name and address of the initial manager is as follows: Roger Cedeno, 1001 Brickell Bay Drive, 9th Floor, Miami, FL 33131.

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The initial manager shall serve until the first annual meeting of members or until his successor is elected and qualified or until his death or resignation.

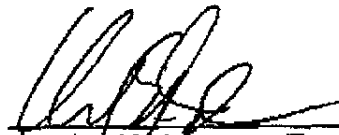
ARTICLE VIII - REGULATIONS

The regulations of this limited liability company may only be adopted amended, altered or repealed by the unanimous vote of the members.

ARTICLE IX - AMENDMENT

This limited liability company reserves the right to amend, alter or repeal any provision contained in these Articles of Organization in accordance with the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 6 day of May, 2003.



Charles H. Johnson, Esq.
Authorized Representative of the Members

NOTARIAL PUBLIC

MAY-5 11:30 AM

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**CERTIFICATION OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE/MEMBER/REPRESENTATIVE**

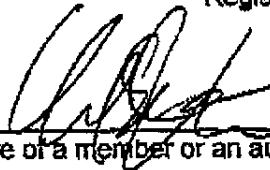
CEDENO PROMOCIÓN, L.L.C.

(Name of Company)

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated in the articles of organization, 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.

CHARLES H. JOHNSON

Registered Agent



Signature of a member or an authorized representative of a member.

(In accordance with section 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.)

CHARLES H. JOHNSON

Typed or printed name of signee

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