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LIMITED LIABILITY COMPANY**RAYO/LERMA HOLDINGS 3, LLC**

Certificate of Status	1
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**ARTICLES OF ORGANIZATION
OF
RAYO/LERMA HOLDINGS 3, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, in forming a Florida Limited Liability Company ("Company") under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopt the following Articles of Organization for such Company:

**ARTICLE I
NAME**

The name of the Company is RAYO/LERMA HOLDINGS 3, LLC

**ARTICLE II
ADDRESS**

The mailing address and the street address of the principal office of the Company is 4331 Southwest 160th Avenue, #103, Building 4, Miramar, Florida, 33027.

**ARTICLE III
INITIAL REGISTERED AGENT AND REGISTERED OFFICE**

The name and street address of the initial Registered Agent of the Company is OLGA LERMA at 4331 Southwest 160th Avenue, #103, Building 4, Miramar, Florida, 33027.

**ARTICLE IV
MANAGEMENT**

The Company is to be managed by one manager or more managers and is therefore, a manager - managed company.

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.

Dated: June 10, 2003



Olga Lerma

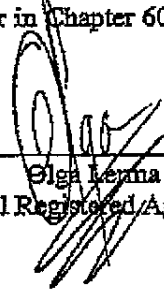
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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

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, Florida Statutes.

Dated: June 10, 2003



Olga Kenna
Initial Registered Agent

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