

JUL-10-03 THU 7:20 AM

Division of Corporations

L03 000025059

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H03000230055 3))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)205-0363

From: Account Name : FILINGS, INC.
Account Number : 072720000101
Phone : (850)385-6735
Fax Number : (954)641-4192

RECEIVED
03 JUL 10 AM 8:05
DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

SPANISH DIAMOND LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

L03-25059
OK

403000230055

**ARTICLES OF ORGANIZATION
OF
SPANISH DIAMOND LLC**

I, the undersigned, hereby make, subscribe and acknowledge these Articles of Organization for the purpose of becoming a limited liability company under the laws of the State of Florida.

1. **NAME:** The name of the company shall be **SPANISH DIAMOND LLC**, and shall be hereinafter referred to as the "Company".

2. **DURATION:** The period of duration of the Company shall be perpetual.

3. **PRINCIPAL OFFICE:** The address of the principal office and the mailing address of the Company is 4775 Collins Ave. #2906, Miami Beach, FL 33139.

4. **REGISTERED AGENT AND OFFICE:** The name of the registered agent of the Company within the State of Florida shall be Luis F. De La Cruz, Jr., whose street address is 95 Merrick Way, Ste. 440, Coral Gables, FL 33134.

5. **MEMBERS:** This limited liability company shall have 1 member whose name and address is as follows:

Sunshine Coast Properties, Ltd., a British Virgin Islands company, c/o De La Cruz & Cutler, P.A, 95 Merrick Way, Ste. 440, Coral Gables, FL 33134.

No additional members shall be admitted unless all members of the Company, (including all additional members other than original members) shall unanimously agree, and on such terms and conditions as shall they agree unanimously.

The death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, or the occurrence of any event which terminates the continued membership of a member of this Company, shall terminate the Company, unless the remaining members shall unanimously agree to continue the business of the Company, in which event, the Company shall not so terminate.

Luis F. De La Cruz, Jr.,
95 Merrick Way, Ste. 440
Coral Gables, FL 33134
305/446-0100
Fl. Bar No.: 276459

403000230055

JUL-10-03 THU 7:21 AM

P. 3

#03000330055

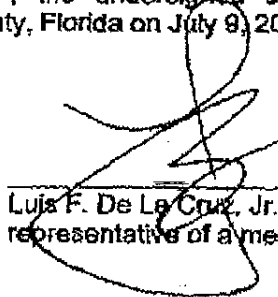
6. MANAGEMENT: The management of the Company is reserved to the managers of the Company. The power to adopt, alter, amend or repeal the regulations of the Company shall be vested in the members of the Company.

The names and addresses of the managers of the Company are:

6.1 Jordi Fernandez, c/o De La Cruz & Cutler, P.A. 95 Merrick Way, Ste. 440, Coral Gables, FL 33134.

6.2 Luis F. De La Cruz, Jr., 95 Merrick Way, Ste. 440, Coral Gables, FL 33134.

IN WITNESS WHEREOF, the undersigned subscribes to these Articles of Organization in Miami-Dade County, Florida on July 9, 2003.


Luis F. De La Cruz, Jr., as authorized
representative of a member.

03 JUL 10 2003
CORAL GABLES, FL 33134

FILED

#03000330055

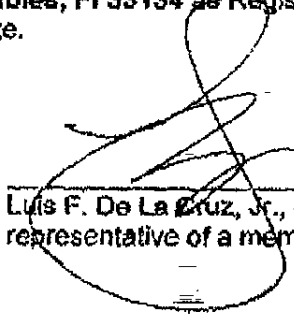
H03000930055

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with the Florida Statutes, the following is submitted:

SPANISH DIAMOND LLC, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at Miami, County of Dade, State of Florida, has named **Luis F. De La Cruz, Jr.**, located at **95 Merrick Way, Ste. 440, Coral Gables, FL 33134** as Registered Resident Agent to accept Service of Process within this State.

July 9, 2003.



Luis F. De La Cruz, Jr., as authorized
representative of a member.

Having been named to accept Service of Process for the above-stated limited liability company at the place designated in these Articles, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.

July 9, 2003.



Luis F. De La Cruz, Jr.
(Registered Resident Agent)

RECEIVED
JUL 10 2003
CLERK OF COURT
JUL 10 2003
CLERK OF COURT

H03000930055