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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

to AUGUST 19, 2003 (Date)  
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Sender's Name GREGORY A. MARTIN Phone 305-858-5555

Company ADORNO AND YOSS

Address 2601 S BAYSHORE DR STE 1600

City MIAMI State FL Zip 33133-5412

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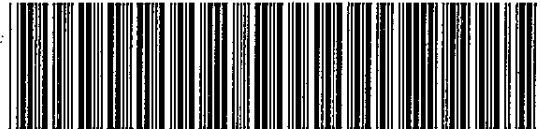
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**ARTICLES OF ORGANIZATION  
FOR FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I**

The name of the Limited Liability Company is:

SEDONA CHILE, LLC

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**ARTICLE II**

The mailing address of the Limited Liability Company shall be:

03 AUG 19 PM 1:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

c/o Gregory A. Martin, Esq.  
Adorno & Yoss  
2601 So. Bayshore Dr., Suite 1600  
Miami, FL 33133  
Telephone: 305-858-5555

The street address of the principal office of the Limited Liability Company shall be:

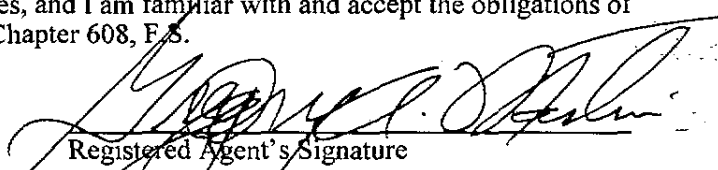
c/o Gregory A. Martin, Esq.  
Adorno & Yoss  
2601 So. Bayshore Dr., Suite 1600  
Miami, FL 33133  
Telephone: 305-858-5555

**ARTICLE III** Registered Agent, Registered Office and Registered Agent's Signature:

The name and the Florida street address of the Registered Agent are:

Gregory A. Martin, Esq.  
Adorno & Yoss  
2601 So. Bayshore Dr., Suite 1600  
Miami, FL 33133  
Telephone: 305-858-5555

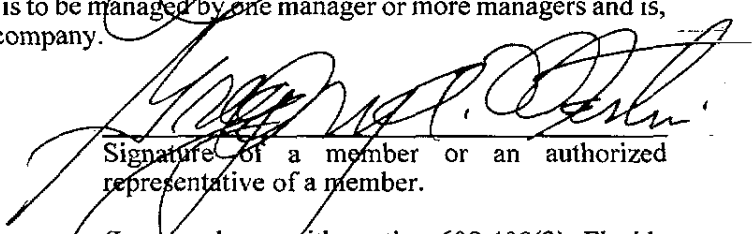
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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, F.S.

  
Registered Agent's Signature

**ARTICLE IV** Management (check box if applicable)

☒

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

  
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).

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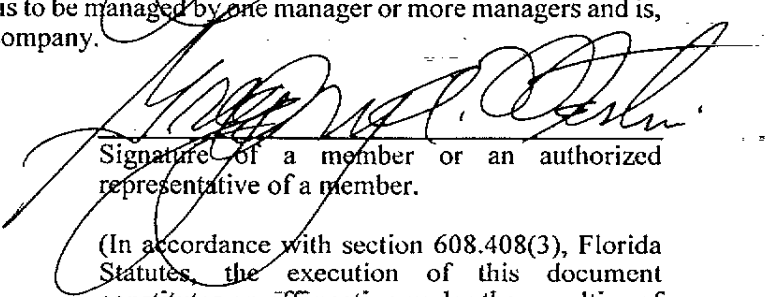
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