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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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LIMITED LIABILITY COMPANY

waterfront international development, llc

Certificate of Status	0
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**ARTICLES OF ORGANIZATION OF
WATERFRONT INTERNATIONAL DEVELOPMENT, LLC**

The undersigned hereby adopt the following articles of organization for the purpose of forming a Limited Liability Company under Chapter 608 of the Florida Statutes.

ARTICLE I - NAME:

The name of this Company is WATERFRONT INTERNATIONAL DEVELOPMENT, LLC.
(the "Company").

ARTICLE II - ADDRESS:

The mailing address and street address of the principal office of the Limited Liability Company is:

9415 S.W. 72nd Street, Suite 111
Miami, Florida 33173

ARTICLE III - PURPOSE

The Limited Liability Company is organized to engage in and do any lawful act concerning any lawful business, other than banking and insurance, for which a limited liability company may be organized in accordance with the Florida Statutes Annotated Sections 608.401 to 608.471, including all powers and purposes now and hereafter permitted by law to a limited liability company.

**ARTICLE IV
REGISTERED AGENT, REGISTERED OFFICE AND
REGISTERED AGENT'S SIGNATURE:**

The name and the Florida street address of the registered agent are:

HENRY A. LOPEZ-AGUIAR
9415 S.W. 72nd Street - Suite 111
Miami, Florida 33173

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.

HENRY A. LOPEZ-AGUIAR, Registered Agent

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ARTICLE V - DURATION

This Company is to commence its existence on the date of the execution these articles and shall exist for thirty (30) years thereafter, unless dissolved earlier upon the unanimous agreement of all members. The Members of the Limited Liability Company, by unanimous vote or consent, may continue the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company.

ARTICLE VI - MANAGEMENT OF THE COMPANY

The management of the Company shall be reserved to the members.

ARTICLE VII - ADDITIONAL MEMBERS

Additional members may be admitted to the Company upon the approval of all then-existing members of the Company and upon the terms and conditions as shall be established by agreement of all then-existing members of the Company.

IN WITNESS WHEREOF, the organizing member executed these Articles this 17th day of September, 2003.

By: 

Peter Martinez-Noda
PMN INVESTMENT, INC. LLC
7000 S.W. 97th Avenue, Suite 101
Miami, Florida 33173

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