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### LIMITED LIABILITY COMPANY

### STUART COAST INVESTMENTS, LLC

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## ARTICLES OF ORGANIZATION OF STUART COAST INVESTMENTS, LLC LIMITED LIABILITY COMPANY

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

#### ARTICLE 1 - Name:

The name of the Limited Liability Company is: STUART COAST INVESTMENTS, LLC

#### ARTICLE II - Address:

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

501 Brickell Key Drive, Ste. 602, Miami, FL 33131

#### ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be: Perpetual

# ARTICLE IV -- Management: (Check the appropriate box and complete the statement)

	The Limited Liability Company is to be managed by a manager or managers and the name(s) and
	address(es) of such manager(s) who is/are to serve as manager(s) is/are:

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member is:

EDUARDO GUTIERREZ, MGRM 501 Brickell Key Drive, Suite 602 Miami, Florida 33131

MAURICIO GUTIERREZ RODRIGUEZ, MGRM 501 Brickell Key Drive, Suite 602 Miami, Florida 33131

### ARTICLE V --- Admission of Additional Members:

The right of the members to admit additional members and the terms and conditions of the admissions shall be by unanimous consent of the Members.

#### ARTICLE VI - Members' Rights to Continue Business

The right, if given, of the remaining members of the limited liability company to continue the business on 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 shall be determined by the votes of the majority of the members as of the date of specified event (as described herein).

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IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 26<sup>th</sup> day of September, 2003.

Signature of an authorized representative of a member executing the Articles of Organization.

(In accordance with Section 603,106(\$), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Gerardo A. Vazquez, Esq. (as authorized representative of Eduardo Gutierrez and Manuel Gutierrez Rodriguez)

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# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.607, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

#### STUART COAST INVESTMENTS, LLC

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

Gerardo A. Vazquez, Faquire (Name)

501 Brickell Key Orivo, Suite 602 Florida street address (P.O. Box NOT acceptable)

> Mlami, Florida 33131 City/State/Zip

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/papacity. 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.

(Signature)

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