

W03000042093

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

W03-42093

(Document Number)

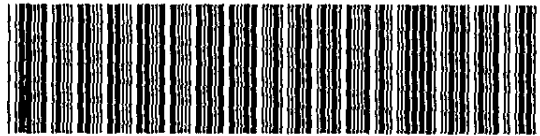
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amended &
restated

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01/30/06 --01048--009 *\$255.00

FILED

06 JAN 30 PM 12:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

M. HODGES

\$25

AGUSTIN DE GOYTISOLO, P.A.

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1550 MADRUGA AVENUE, STE. 403
CORAL GABLES, FLORIDA 33146.3019

HOME 305.446.9012
E-MAIL esdeley@bellsouth.net

January 24, 2006

Florida Department of State
Division of Corporations
Registration Section
Post Office Box 6327
Tallahassee FL 32314.6327

Re: Integritas Partners LLC., organized as per Articles of
Organization filed on October 31, A.D. 2003 and assigned #
L0300004269482, its reinstatement.

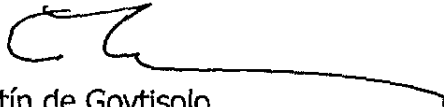
Sir/Madam:

Enclosed is your LLC form in order to reinstate subject Florida limited liability company as well to record its Amended & Restated Articles of Organization, together with our our check payable to your Florida Department of State in the amount of \$255.00 covering the following fees:

Reinstatement Fee	\$100.00
2005 & 2006 Annual Reports Fees	100.00
New Registered Agent Fee	25.00
Amended Articles Fee	25.00
Certificate of Status	<u>5.00</u>
Total	\$255.00

Appreciating the prompt registration of this reinstatement and the remittal of a copy of the Amended & Reinstated Articles as filed and its Certificate of Status, I remain

Sincerely yours in Xto.


Agustín de Goytisoló

Enc. (2)

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION**

OF

INTEGRITAS PARTNERS LLC
(the "Company" hereinafter)

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

WHEREAS, INTEGRITAS PARTNERS LLC was organized under Article of Organization filed with Florida's Department of State on October 31st, A.D. 2003 and assigned then document number L03000042093 (the initial "Articles" of Organization);

WHEREAS, the sole managing member of the Company who was designated in such the initial Articles of Organization was Eduardo Sánchez-Carrión Sr., who is presently the sole managing member of this Company;

NOW THEREFORE, the sole managing member of the Company desires to amend and restate the Articles of Organization, that hereinafter shall be deemed to re amended and restated as expressed below:

ARTICLE I
Name

The name of the limited liability company continues to be INTEGRITAS PARTNERS LLC, sometimes hereinafter referred as the "Company".

ARTICLE II
Address

The mailing address and street address of the principal office of the Company is now at 1550 Madruga Avenue, Ste. 403, Coral Gables FL 33146-3019.

ARTICLE III
Initial Registered Office and Agent

The street address of the registered office of this Company hereinafter shall be at 1550 Madruga Avenue, Ste. 403, Coral Gables FL 33146-3019, and the name of the registered agent of this Company at that address is Agustín de Goytisolo, Esq.

ARTICLE IV
Duration and Effective Date

The period of this Company's duration has been perpetual since its organization on October 31st, A.D. 2003 when these Article of Organization were filed with Florida's Department of State(its "Effective Date")

ARTICLE V
Purpose

The Company shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which companies may be organized under Chapter 608, Florida Statutes, as amended and supplemented from time to time.

ARTICLE VI
Management of Company

The business of the Company shall be manager-managed by two (2) initial Managers. The Managers shall hold the office and have the responsibility accorded to them by the members and set out in the Company's Operating Agreement. Following the resignation of the initial Manager, Eduardo Sánchez-Carrión Sr. prior to this date, the name and address of the initial Managers, who shall act severally, shall be:

Dolores de Goytisolo
3412 Riviera Avenue
Coral Gables FL 33134

Agustín de Goytisolo, Esq.
1550 Madruga Avenue, # 403
Coral Gables FL 33146.3019

IN WITNESS WHEREOF, the undersigned sole and sole initial member, assisted by its Registered Agent, has hereunto set their hand and seal in Miami-Dade County, Florida, as of the 31st of December, A.D. 2005.



Eduardo Sánchez-Carrión
Initial Sole Managing Member



Agustín de Goytisolo, Esq.
Registered Agent

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