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To: Division of Corporations  
Fax Number : (850)205-0383

From: Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305)599-0839  
Fax Number : (305)716-0346

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**LIMITED LIABILITY COMPANY**

**VF CONSULTING, LLC.**

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**ARTICLES OF ORGANIZATION  
OF  
VF CONSULTING, LLC**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I - Name**

The name of the Limited Liability Company is: **VF Consulting LLC**

**ARTICLE II - Address**

The mailing address and street address of the principal office of the Limited Liability Company is: **3520 N.W. 115<sup>th</sup> Avenue Miami, Fl. 33178**

**ARTICLE III - Duration**

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

**ARTICLE IV - Registered Office and Registered Agent**

The name and street address of the registered agent of the company in the State of Florida is **Jorge Von Fedak, 3520 N.W. 115<sup>th</sup> Avenue, Miami, Fl. 33178.**

**ARTICLE V - Capital Contribution**

The members of the company shall contribute to the capital of the company Ten thousand dollars (\$10,000.00) in cash and no other property.

**ARTICLE VI - Additional Capital Contributions**

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

### **ARTICLE VII - Management**

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is:

Jorge Von Fedak, 3520 N.W. 115<sup>th</sup> Avenue, Miami, Fl. 33178

### **ARTICLE VIII - Admission of Additional Members**

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the members of the company other than members proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

### **ARTICLE IX - Members Rights to Continue Business**

Upon 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 a Limited Liability Company, the business of the Limited Liability Company shall not be continued and the Limited Liability Company shall be dissolved unless there is a obtained consent of all remaining members of the Limited Liability Company.


IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Miami-Dade, Florida for the foregoing uses and purposes therein described this 30th day of October, 2003.

  
\_\_\_\_\_  
Jorge Von Fedak

By: Kevin C. Guanaga, As Attorney in Fact

STATE OF FLORIDA       )  
                                  )ss  
COUNTY OF MIAMI-DADE )

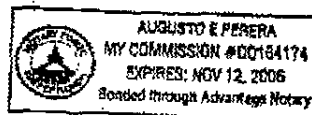
On this 30th day of October, 2003, Kevin C. Guanaga personally appeared before me, who is personally known to me to be the signer of the above Articles of Organization and he acknowledged that he signed it.

  
\_\_\_\_\_  
Signature of Notary Public

Augusto Perera  
Name of Notary Public

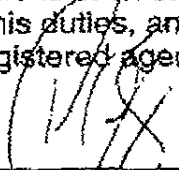
Notary Public, State of Florida

My commission expires:

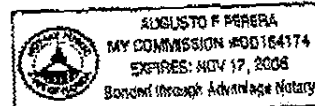


ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of VF Consulting LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.

  
\_\_\_\_\_  
Jorge Van Fedak  
By: Kevin C. Guanaga,  
As Attorney in Fact

**SWORN TO AND SUBSCRIBED** before me this 30<sup>th</sup> day of October, 2003  
at Miami-Dade County, Florida by Kevin C. Guanaga, who is personally  
known to me.



\_\_\_\_\_  
Augusto Pereira  
Notary Public  


My commission expires: