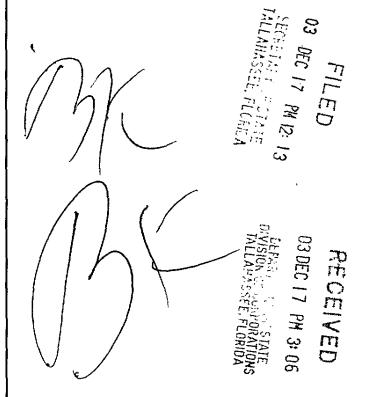
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ARTICLES OF ORGANIZATION OF PREMIUM FRANCHISES, LLC

NAME

The name of this Limited Liability Company shall be Premium Franchises, EEC (the "Company").

ARTICLE II PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Company shall be 21166 Via Ventura, Boca Raton, Florida 33433, and such other place or places as the members from time to time may determine. The mailing address of the Company is 21166 Via Ventura, Boca Raton, Florida 33433.

ARTICLE III INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered agent of the Company shall be Atrium Registered Agents, Inc. The address of the initial registered agent is 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146.

ARTICLE IV MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager – managed company. The names and addresses of the managers who will serve as managers until the first annual meeting of the members or until their successors are selected and qualified in accordance with the Operating Agreement or applicable law are:

Jose Benacerraf 21166 Via Ventura Boca Raton, FL 33433

Alberto Siblesz 21166 Via Ventura Bosa Raton, FL 33433

Consucio Sanchez 21166 Via Ventura Boca Raton, FL 33433

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT DESIGNATING ITS REGISTERED OFFICE AND REGISTERED AGENT IN FLORIDA.

1. The name of the limited liability company is:

Premium Franchises, LLC

2. The name and address of the registered agent and office is:

Atrium Registered Agents, Inc. 1500 San Remo Avenue, Suite 125 Coral Gables, Florida 33146

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

ATRIUM REGISTERED AGENTS, INC.

Jose L. Nuñez, Vice President

Date: 12/17/03

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Articles of Organization Premium Franchises, LLC Page 2

> Monica V. Gallegos 21166 Via Ventura Boca Raton FL 33433

ARTICLE Y PURPOSE OF THE COMPANY

This limited liability company may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed on the 17th day of December, 2003, effective upon filing same with the Florida Department of State.

PREMIUM PRANCHISES LI

BY:

Monios Gallegos, Authorized Representative