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LIMITED LIABILITY COMPANY

castle holdings, llc

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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ARTICLES OF ORGANIZATION
FOR

CASTLE HOLDINGS, LLC.

The undersigned, for purpose of forming a limited liability Company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I
NAME

The name of the limited liability company is CASTLE HOLDINGS, LLC (the "Company").

ARTICLE II
PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company is: 5300 NW 33rd Ave. Suite 202, Fort Lauderdale, Fl. 33309

ARTICLE IV
MANAGEMENT

The Company is to be managed by one manager and is, therefore, a manager-managed company.

ARTICLE V
INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of three (3) members. This number may be increased or decreased from time to time in accordance with the Company's bylaws but shall never be less than one. The name and address of the person who will serve on the initial board of director is:

Name	Address
Francisco Castillo- President	5300 NW 33 rd Ave. Suite 202, Fort Lauderdale, Fl. 33309
Carlos Castillo- Vice President	5300 NW 33 rd Ave. Suite 202, Fort Lauderdale, Fl. 33309
Maria Castillo- Treasurer	5300 NW 33 rd Ave. Suite 202, Fort Lauderdale, Fl. 33309

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ARTICLE VI
**REGISTERED AGENT, REGISTERED OFFICE AND
REGISTERED AGENT'S SIGNATURE**

The name and the street address of the Company's registered agent in Florida are:

Leonardo F. Brito
Name
1001 Brickell Bay Drive, Suite 1812
Street Address
Miami, FL 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 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 provided for in Florida Statutes Chapter 608.



Registered Agent's Signature

IN WITNESS WHEREOF, the undersigned authorized representative, in accordance with Florida Statutes Section 608.408(3), affirms under the penalties of perjury that the facts stated herein are true and, further, makes and subscribes these Articles of Organization in Miami, Florida, this 12th day of December 2003.



Leonardo F. Brito

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