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From:

Account Name : WERMUTH LAW, P.A.

Account Number : 120020000138 : (305)715-7157 Phone Fax Number : (305)715-8982

LIMITED LIABILITY COMPANY

V.M. Prima, LLC

Certificate of Status	1
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ARTICLES OF ORGANIZATION OF V.M. PRIMA, LLC.

ARTICLE I. <u>NAME</u>

The name of this limited liability company is V.M. PRIMA, LLC.

ARTICLE II. ADDRESS

The street address and mailing address of this limited liability company are: 848 Brickell Avenue, Suite 1225, Miami, Florida 33131.

ARTICLE III. REGISTERED AGENT

The name and street address of the registered agent are: Mis Oficinas, Inc., 848 Brickell Bay Drive, Suite 1225, Miami, Florida 33131.

ARTICLE IV. MANAGEMENT

This limited liability company is to be member-managed.

The undersigned authorized representative of a member executed these Articles of Organization on January 26, 2004.

Michael Wermuth

Authorized Representative

Having been named as registered agent to accept service of process for the above stated company at the place designated in this certificate, I am familiar with and 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.

Mis Oficinas, Inc.

by J. Michael Wermuth as attorney-in-fact

1/26/04