

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L04000011797
FILED 8:00 AM
February 13, 2004
Sec. Of State

Article I

The name of the Limited Liability Company is:

MERECER LLC

Article II

The street address of the principal office of the Limited Liability Company is:

21055 YACHT CLUB DRIVE
APT. 2806
AVENTURA, FL. US 33180

The mailing address of the Limited Liability Company is:

21055 YACHT CLUB DRIVE
APT. 2806
AVENTURA, FL. US 33180

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

JUAN J BARBOSA
21055 YACHT CLUB DRIVE
APT 2806
AVENTURA, FL. 33180

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.

Registered Agent Signature: JUAN J. BARBOSA

Article V

The name and address of managing members/managers are:

Title: MGR
JUAN J BARBOSA
21055 YACHT CLUB DRIVE #2806
AVENTURA, FL. 33180 US

Title: MGR
CLAUDIA ARBELAEZ
21055 YACHT CLUB DRIVE #2806
AVENTURA, FL. 33180 US

Article VI

The effective date for this Limited Liability Company shall be:

02/13/2004

Signature of member or an authorized representative of a member

Signature: JUAN J. BARBOSA

L04000011797
FILED 8:00 AM
February 13, 2004
Sec. Of State