

Mar-03-04 11:27

From: LINDA LARREA, P.A.

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Florida Department of State
Division of Corporations
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Account Number : IL9990000247
Phone : (305)858-5558
Fax Number : (305)858-8882

LIMITED LIABILITY COMPANY

CANTELOP HOLIDAY, LLC

Certificate of Status	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
CANTELOP HOLIDAY, LLC**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

1. Name. The name of this limited liability company is CANTELOP HOLIDAY, LLC
2. Duration. The latest date upon which the limited liability company is to dissolve is January 1, 2044.
3. Mailing Address and Street Address. The Company's mailing and street address is:

2199 Ponce de Leon Boulevard, Suite 200
Coral Gables, Florida 33134
4. Registered Agent and Office. The name of the initial registered agent of the Company is DADE CORPORATE SERVICES, INC. The street address of the initial registered agent of the Company is 2800 Coral Way, Suite 108, Miami, Florida 33145.
5. Additional Members. Additional members to the Company may be admitted, but subject to the terms and conditions of the Operating Agreement for the Company.
6. Termination of Membership. If a member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may, by unanimous written agreement, continue the business of the Company.
7. Management of the Company. The management of the limited liability company is reserved to the members, through a managing member. The following will be the initial managing member:

Name and Address:

CARLOS LOPEZ-CANTERA

2199 Ponce de Leon Blvd., Suite 200
Coral Gables, Florida 33134

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**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 IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

CANTELOP HOLIDAY, LLC

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

**Dade Corporate Services, Inc.
2300 Coral Way, Suite 103
Miami, Florida 33145**

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.

DADE CORPORATE SERVICES, INC.

Registered Agent



**Linda Larrea
Vice-President**

March 1, 2004
(Date)

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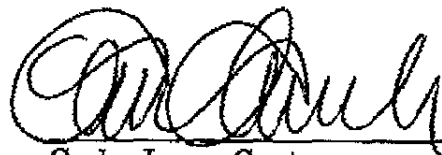
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8. Regulations. The members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company.
9. Date of Existence of the Company. The existence of the Company shall commence on the date of filing the Articles of Organization by the Florida Department of State.

The undersigned executed these Articles of Organization effective as of the 1st day of March, 2004.



Carlos Lopez-Cantera

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AND
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TALLAHASSEE, FLORIDA

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