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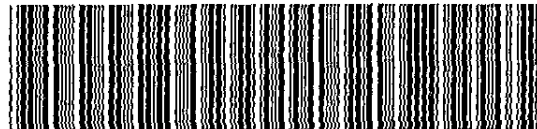
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JUAN DIAZ

Attorney at Law

5800 nw 74th ave
miami, fl 33166

tel no. 305/471-5141
fax no. 305/592-4712

April 09, 2004

Via DHL Overnight Delivery

Florida Department of State
Divisions of Corporations
409 East Gaines Street
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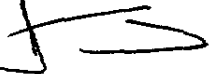
Re: Barco Motor Investments, LLC

Gentlemen/Ladies:

Enclosed is an original and one copy of *Articles of Organizations for Barco Motor Investments, LLC* together with a check in the amount of \$130.00 for the filing fee and a Certificate Status. Please date-stamp the additional copy and return it to my attention.

Should you have any questions, please do not hesitate to contact me at 305/471-5141 extension 2210.

Sincerely,



Juan Diaz
Attorney-at-Law

Enclosures

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**ARTICLES OF ORGANIZATION
FOR
BARCO MOTOR INVESTMENTS, LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

EFFECTIVE DATE
4/8/04

ARTICLE I - Name: The name of the Limited Liability Company is:

BARCO MOTOR INVESTMENTS, LLC

ARTICLE II: - Address: The mailing address and street address of the principal office of the Limited Liability Company is:

5800 Northwest 74th Avenue
Miami, Florida 33166

ARTICLE III: - Registered Agent, Registered Office and Registered Agents Signature: The name and the street address of the registered agent are:

Juan Diaz, Esquire
5800 Northwest 74th Avenue
Miami, Florida 33166

ARTICLE IV: - Transferability of Membership Interest: No members shall have the right to assign their membership interests in the Company without the written agreement of all the membership interest, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss, deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

ARTICLE V: - Management: This will be a manager-managed company. The name of each manager is:

Jose P. Bared
5800 Northwest 74th Avenue, Miami, Florida 33152-6642

ARTICLE VI: - Company's Existence: The Company's existence shall begin effective as of: April 08, 2004.

By: _____

Attorney-in-Fact, Juan Diaz, Esquire

Signature of a member or an authorized representative of a member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true)

Articles of Organization - Barco Motor Investments, LLC

Statement of Registered Agent:

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 as provided for in Chapter 608, F.S.

By:  _____
Juan Diaz, Esquire

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