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LIMITED LIABILITY COMPANY
greenfalls, llc

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**ARTICLES OF ORGANIZATION OF
GREENFALLS, LLC**

The undersigned hereby subscribes these Articles of Organization for the purposes of organizing a limited liability company under the laws of the State of Florida.

**I.
NAME**

The name of the Limited Liability Company is Greenfalls, LLC (the "Company").

**II.
PRINCIPAL OFFICE**

The mailing and street address of this Company's principal office shall be 18206 Collins Avenue, Sunny Isles Beach, Florida 33160.

**III.
REGISTERED AGENT AND REGISTERED OFFICE**

The registered agent of this Company shall be Hernan Gleizer whose business address is 18206 Collins Avenue, Sunny Isles Beach, Florida 33160, which shall be the registered office of this limited liability company.

**IV.
MANAGEMENT BY MANAGER**

This Company shall be manager-managed company.

**V.
MANAGERS**

The initial Managers of the Company shall be:

Fernando Alpern
Elias Tzuchi

Manager/Member
Manager/Member

Fernando Alpern

Attorney in fact

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STATEMENT OF ACCEPTANCE
OF
REGISTERED AGENT OF
GREENFALLS, LLC

In accordance with the Florida Limited Liability Company Act, sections 608.407(1)(d) and 608.415(2), the undersigned hereby accepts the appointment as registered agent of the above captioned limited liability company. The registered agent further acknowledges that 18206 Collins Avenue, Sunny Isles Beach, Florida 33160 is the business office address of the registered agent, which will be the registered office of the limited liability company for the service of process.

Date: April 28, 2004

Hernan Gielzer

Attorney at Law

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