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From: Account Name : EMPIRE CORPORATE KIT COMPANY  
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Phone : (305) 634-3694  
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LIMITED LIABILITY COMPANY

J & J ART IMPORTS, L.L.C.

Certificate of Status	0
Certified Copy	1
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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

May 5, 2004

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The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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ARTICLES OF ORGANIZATION  
OF  
J & J ART IMPORTS, L.L.C.

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statutes Chapter 608, entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization:

**ARTICLE I**  
**NAME**

The name of this Limited Liability Company shall be J & J ART IMPORTS, L.L.C.

**ARTICLE II**  
**DURATION**

This Limited Liability Company shall exist for not more than fifty years from the effective date of these Articles. For the purpose hereof, the "effective date" of these Articles shall be the date of their filing with the Florida Department of State.

**ARTICLE III**  
**PURPOSE**

The Limited Liability Company is being formed for the purpose of engaging in any and all activities and businesses permitted under the laws of the United States and of the State of Florida. The Limited Liability Company shall have all of the powers vested in a limited liability company organized under and existing by virtue of the laws of the State of Florida.

**ARTICLE IV**  
**PLACE OF BUSINESS AND REGISTERED AGENT**

The initial principal place of business and the initial mailing address of this Limited Liability Company shall be 10730 N.W. 68 Lane, Miami, Florida 33178, provided that the place of business may be changed from time to time and the Limited Liability Company may have such other place or places of business as the member from time to time may determine. The name of the original registered agent of this Limited Liability Company is Gloria Roa Bodin.

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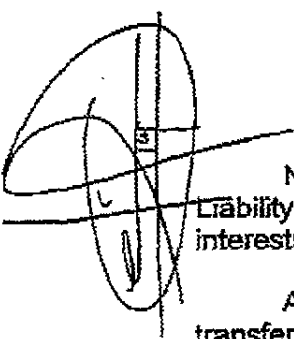
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**ARTICLE V**  
**CONTRIBUTIONS**

The initial capital of this Limited Liability Company shall consist of the sum of not less than \$6,000.00 contributed by its member in money or in property, total value of all cash and other property contributed initially is as follows:

<u>NAME</u>	<u>CONTRIBUTION</u>	<u>PERCENTAGES</u>
Jorge Rojo De La Vega	\$2,100.00	35%
Jorge Alarcon Renteria	\$3,300.00	55%
Jacqueline Elizalde Alarcon	\$600.00	10%

**ARTICLE VI**  
**ADMISSION OF ADDITIONAL MEMBERS**  
**AND**  
**TRANSFER OF MEMBERS' INTEREST**



No person shall be admitted as an additional member of this limited Liability Company, without the approval of members holding a majority of the interests in the Company.

A member's interest in this Limited Liability Company shall not be transferred, whether voluntarily or involuntarily, by operation of law, by execution or levy of judgment or lien, by judgment or order of court or by any other means, without the unanimous approval of the remaining members, which he/she/they shall not be required to give. Without the unanimous approval of the remaining members, any such proposed transfer of a member's interest shall not be entitle the transferee to become a member of or to participate in the management of this Limited Liability Company and shall entitle the would-be transferee solely to and as a charge upon (i) the share of income of, and (ii), when, as and if declared unanimously by the remaining members, distributions by way of profits, return of capital or otherwise, from this Limited Liability Company, in each case with respect to the would-be transferor's share thereof and interest in this limited Liability Company, but not including any compensation paid to the would-be transferor for services rendered to this Limited Liability Company.

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**ARTICLE VII**  
**MEMBER AND MANAGEMENT OF BUSINESS**

The name and addresses of the members of this Limited Liability Company are:

Jorge Rojo De La Vega                      10730 N.W. 68 Lane  
Miami, FL. 33178

Jorge Alarcon Renteria                      10730 N.W. 68 Lane  
Miami, FL. 33178

Jacqueline Elizalde Alarcon                      10730 N.W. 68 Lane  
Miami, FL. 33178



The business of this Limited Liability Company shall be managed by the members; acting alone (or by majority vote, if more than one member) Jorge Rojo De La Vega, Jorge Alarcon Renteria and Jacqueline Elizalde Alarcon are hereby appointed as special co-managers to carry out, subject to the direction of members, the day-to-day business of this Limited Liability Company. The special co-managers are authorized to employ, subject to approval of the members personnel to conduct the business of this Limited Liability Company. The special co-managers may, without the prior approval of the other members, bind the Limited Liability Company for any obligation that does not exceed \$5,000.00

**ARTICLE VIII**  
**WITHDRAWAL, RETIREMENT, DEATH, BANKRUPTCY OR EXPULSION**

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any of the initial Members or upon the occurrence of any other event which terminates the continued membership of any of the initial members, this Limited Liability Company shall be dissolved; provided that the members, other than deceased, retired, resigned or expelled members, may consent to continue the business of this Limited Liability Company, or by amendment to these Articles of Organization may provide for the continued existence of this Limited Liability Company subsequent to the foregoing events, and subject to distribution to the former member, his/her/its heirs and successors of assets provided in dissolution.

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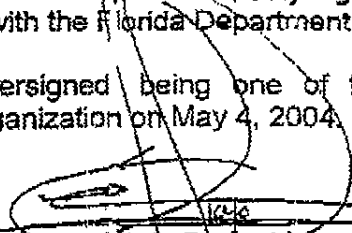
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**ARTICLE IX  
AMENDMENTS**

These articles may be amended from time to time by a unanimous written consent of all the members, and the amendment shall be filed, duly signed by all members of this Limited Liability Company, with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned, being one of the initial members, has executed these Articles of Organization on May 4, 2004.

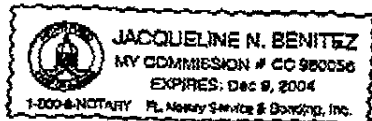
  
\_\_\_\_\_  
Jorge Rojo De La Vega

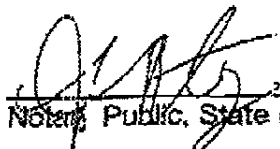
STATE OF FLORIDA     )  
                                  )  
COUNTY OF DADE     )

ss:

The foregoing instrument was acknowledged before me this 4<sup>th</sup> day of May, 2004, by Jorge Rojo De La Vega as member of J & J ART IMPORTS, L.L.C., who is personally known me or who has produced Mexican passports as identification, and did take an oath.

My Commission Expires:



  
\_\_\_\_\_  
Notary Public, State of Florida

Notary's printed name & address:

Jacqueline N. Benitez  
2855 LeJeune Road, #100  
Coral Gables, FL 33134

AND  
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE/MEMBER/REPRESENTATIVE**

**J & J ART IMPORTS, L.L.C.**

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated in the articles of organization, I hereby accept the appointment as registered agent and agree to act in the 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.

Gloria Roa Bodin  
**Registered Agent**

  
\_\_\_\_\_  
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.)

Gloria Roa Bodin  
Typed or printed name of signer

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