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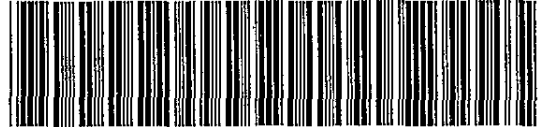
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TALLAHASSEE, FLORIDA

J. BRYAN JUN 29 2004

# VALDINI & PALMER, P.A.

DAVID J. VALDINI  
ANTHONY E. PALMER  
SHARON FRANZUS-KONG  
LISA A. ROBINSON  
LEILA M. LUGO  
CINDY L. OLEA  
LEONARD W. KLINGEN

5353 NORTH FEDERAL HIGHWAY  
SUITE 303  
FORT LAUDERDALE, FLORIDA 33308

TELEPHONE (954) 776-8115  
FACSIMILE (954) 776-8298

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

June 22, 2004

Registration Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee Florida 32314

Re: Articles of Organization of GAIA CONTRACTING & CONSTRUCTION  
MANAGEMENT SERVICES, LLC.

Dear Sir or Madam:

Enclosed herewith please find the original and one copy of the Articles of Organization of GAIA Contracting & Construction Management Services, LLC., for filing with your office, together with a check in the amount of \$125.00, representing the filing fee in connection with same. Kindly forward a conformed copy of said Articles to the undersigned in the stamped self-addressed return envelope provided for your convenience.

Should you have any questions with regard to the foregoing, please feel free to contact me.

Sincerely,

VALDINI & PALMER, P.A.

By: 

LISA A ROBINSON

For the Firm

970.002

Encl:

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF  
GAIA CONTRACTING & CONSTRUCTION MANAGEMENT SERVICES, LLC**

The undersigned, being authorized to execute and file these Articles of Organization, hereby certify that:

**ARTICLE I – NAME:**

The name of the limited liability company (hereinafter referred to as the "Company") is "GAIA CONTRACTING & CONSTRUCTION MANAGEMENT SERVICES, LLC."

**ARTICLE II – ADDRESS:**

The mailing address and street address of the principal office of the Company is: 7270 Northwest 12<sup>th</sup> Street, Suite 205, Miami Florida 33126.

**ARTICLE III – REGISTERED AGENT:**

The name and the Florida street address of the initial registered agent are David J. Valdini, Valdini & Palmer, P.A., 5353 North Federal Highway, Suite 303, Fort Lauderdale, Florida 33308.

**ARTICLE IV – MANAGEMENT:**

The Company is to be managed by one Managing Member (the "MGRM"). The following Managing Member shall serve until the first Annual Meeting: SOARES DA COSTA CONTRACTOR, INC.

**ARTICLE V – OPERATING AGREEMENT:**

Any Operating Agreement (as defined in Section 608.402(24) of the Act), relating to this Limited Liability Company must be in writing and signed by all of the manager and members.

IN WITNESS WHEREOF, I have signed these Articles of Organization as authorized representative of MGRM, on this 23<sup>rd</sup> day of June 2004, and in accordance with Section 608.408(3) Florida Statutes I acknowledge, under penalty of perjury, that the facts stated herein are true.

AUTHORIZED REPRESENTATIVE OF SOARES DA  
COSTA CONTRACTOR, INC.

By:   
DAVID J. VALDINI, ESQUIRE

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TALLAHASSEE, FLORIDA

**ACCEPTANCE BY REGISTERED AGENT**

I, DAVID J. VALDINI, ESQUIRE, having been named as registered agent and to accept service of process for GAIA CONTRACTING & CONSTRUCTION MANAGEMENT SERVICES, LLC, a limited liability company, within the State of Florida 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, Florida Statutes.

DATED this 24<sup>th</sup> day of June 2004.

  
DAVID J. VALDINI, ESQUIRE  
Registered Agent