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DIVISION OF CORPORATIONS

**LIMITED LIABILITY COMPANY**

**ap real property holdings, L.L.C.**

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**ARTICLES OF ORGANIZATION OF  
AP REAL PROPERTY HOLDINGS, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act ("the Act") of the State of Florida pursuant to Chapter 608 of the Florida Statutes hereby makes, acknowledges, and files the following Articles of Organization providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

**ARTICLE I  
NAME**

The name of the limited liability company shall be AP Real Property Holdings, L.L.C. (the "Company").

**ARTICLE II  
MEMBERS**

The Company shall have one or more members (the "Members"). The name of the initial Member is Antonio Pou and his business address is 8422 N.W. 168 Terrace, Miami Lakes, Florida 33016.

**ARTICLE III  
MAILING ADDRESS**

The mailing address for the Company shall be 8422 N.W. 168 Terrace, Miami Lakes, Florida 33016.

**ARTICLE IV  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the Company is 8422 N.W. 168 Terrace, Miami Lakes, Florida 33016 and the name of the company's initial Registered Agent for service of process in the State of Florida, at that address is Antonio Pou.

**ARTICLE V  
PURPOSES AND POWERS**

The Company, to the fullest extent permitted by the Act (in effect now and as hereafter amended), may engage in any activity or business permitted under the laws of the United States, any State, or any foreign country, and shall all the powers and rights granted and conferred upon limited liability companies by the laws of the State of Florida.

**ARTICLE VI  
DURATION**

The term and duration of the Company shall be perpetual, unless terminated in accordance with the Operating Agreement of the Company or otherwise terminated in accordance with law.

**ARTICLE VII  
CONTINUATION AFTER INVOLUNTARY TERMINATION**

The business of the Company may be continued after the death, bankruptcy, insanity, expulsion, withdrawal or dissolution of a Member of the Company, or after the occurrence of any other event causing the

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involuntary dissolution of the Company if, within ninety (90) days after such event, the remaining or surviving Members of the Company unanimously elect to continue the business of the Company.

**ARTICLE VIII  
STREET ADDRESS OF PRINCIPAL OFFICE**

The street address of the principal office of the Company shall be located at 8422 N.W. 168 Terrace, Miami Lakes, Florida 33016, but it shall have the power and authority to establish branch offices at any other place or places as the Members may designate.

**ARTICLE IX  
MEMBERSHIP RESTRICTIONS**

Additional Members may be admitted to the Company only upon the unanimous consent of all existing Members of the Company. Contributions required of new Members shall be determined as of their time of admission to the Company. A Member's interest in the Company shall be considered personal property, notwithstanding the actual nature of the assets owned by the Company, and may not be sold or otherwise transferred except with the unanimous written consent of all Members.

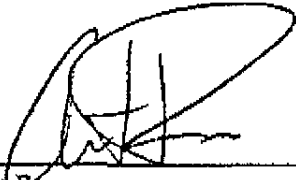
**ARTICLE X  
MANAGEMENT**

All Company powers shall be exercised by or under the authority of, and the business and affairs of this Company shall be managed by one or more Managers. Accordingly, the Company is a Manager-managed limited liability company. The name of the initial Manager is Antonio Pou and his business address is 8422 N.W. 168 Terrace, Miami Lakes, Florida 33016.

**ARTICLE XI  
EXECUTION & ORGANIZER**

The person signing these articles is Antonio Pou and his mailing address is 8422 N.W. 168 Terrace, Miami Lakes, Florida 33016. The undersigned initial organizer hereby certifies that the foregoing constitutes the Articles of Organization of AP Real Property Holdings, L.L.C.

Dated this 29 day of June, 2004


  
\_\_\_\_\_  
Antonio Pou  
Organizer

STATE OF FLORIDA           )  
COUNTY OF DADE         ) ss.

Before me, a Notary Public authorized in the State and County set forth above, personally appeared Antonio Pou, known to me and known by me to be the person, who, as organizer, acknowledged before me that he executed the foregoing Articles of Organization.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 14 day of June, 2004.



  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida  
Printed Name of Notary Public  
My Commission Expires:

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Page 4 of Articles of Organization of  
AP Real Property Holdings L.L.C.

# REGISTERED AGENT STATEMENT OF ACCEPTANCE

Having been named as Registered Agent to accept service of process in the State of Florida for AP Real Property HOLDINGS, L.L.C., (the "Company") at the address designated on the Articles of Organization of the Company, pursuant to the requirements of Section 608.415, Florida Statutes, the undersigned Registered Agent hereby accepts the appointment as Registered Agent of the Company and agrees to act in that capacity. The undersigned Registered Agent further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the duties of a registered agent, and is familiar with and accepts the obligations of the said position.

Dated this 29 day of June, 2004

REGISTERED AGENT  
QUINTANA & ASSOCIATES, P.A.

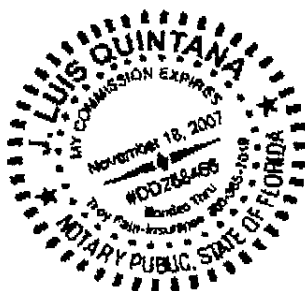
*[Signature]*

Antonio Pou  
8422 N.W. 168 Terrace  
Miami Lakes, Florida 33016

SWORN TO AND SUBSCRIBED before me this June 29, 2004.

*[Signature]*

NOTARY PUBLIC, State of Florida  
Printed Name of Notary Public  
My Commission Expires:



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