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2004 JUL 12 P 2:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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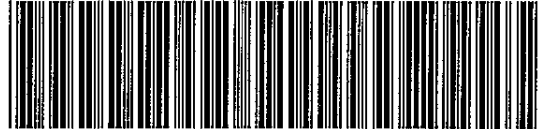
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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: MODUFLEX INTERNATIONAL LLC
(Name of Limited Liability Company)

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Violeta Davalos

(Name of Person)

21664 Berwhich Run

(Firm/Company)

(Address)

Estero, Florida 33928

(City/State and Zip Code)

For further information concerning this matter, please call:

Julio Andrade

(Name of Person)

at (239) 287-1568

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

**Division of Corporations
Florida Limited Liability Company**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE OF ORGANIZATION
OF
MODUFLEX INTERNATIONAL, L.L.C.**

TO: THE HONORABLE SECRETARY OF THE STATE OF FLORIDA

The undersigned do hereby make, subscribe, acknowledge and file the following articles for the purpose of becoming a Limited Liability Company under the laws of the State of Florida

ARTICLE I

The name, principal office street address and mailing address of the Limited Liability Company shall be:

MODUFLEX INTERNATIONAL, L.L.C.
20061 Sanibel View Circle # 201
Fort Myers, FL 33908

ARTICLE II

The general nature of the business to be transacted by the Limited Liability Company shall be as follows:

To conduct the business of buying, selling, and managing real property and to perform all acts as many be necessary to accomplish the foregoing purpose of the company.

To carry on such business at one or more locations in the State for other states and foreign countries, to enter into, make, perform and carryout contracts of every kind and for any lawful purpose with any person, firm association or corporation.

To issue bonds, debentures or obligations of the company from time to time for any of the objects and purposes of the company, and to secure the same by mortgage, pledge deed of trust or otherwise.

To buy, sell issue, lease, manufacture, and generally trade in all kinds of goods, wares and merchandise at wholesale and retail: to purchase and acquire, sell lease, deal and trade in real property of every class and description whether as principal or its own account or as agent, factor, or broker for others.

To purchase or otherwise deal in all kinds of property of whatsoever nature, whether real, personal or mixed, or any interest or rights therein without limits as to amounts; to buy, sell, assign, **FILED**

Convey and cancel liens upon personal property and real estate of every kind and nature whatsoever, to as broker or agent for the purchase, sale, leasing and management of real state and the negotiating of loans; to draw, accept endorse discount and deliver bills of exchange, promissory notes, bonds, debentures and other negotiable instruments of whatsoever nature, and to secure the same by mortgage on its property or otherwise. **2004 JUL 12 P 2:43 SECRETARY OF STATE TALLAHASSEE, FLORIDA**

To do all such things as are incidental or conducive to the premises, and to do all and everything necessary, suitable, convenient, or proper for the accomplishment of any of the purposes or the attainment of any of the objects herein enumerated or incidental to the powers herein made or which shall at any time appear conducive or expedient for the protection of benefit of the Limited Liability Company.

No recitation or declaration if special powers or purposes herein enumerated shall be deemed to be exclusive, but all powers now, or which may be conferred upon Limited Liability Companies under the laws of the State of Florida, are hereby included and prayed for.

In general, to carry on any other incidental business in connection with the foregoing and to have and exercise all the powers conferred by the laws of Florida upon companies of this character.

ARTICLE III

Initial Capital Contributions in the amount of \$ 1,000.00 shall be paid or delivered to the Limited Liability Company by the members. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members.

ARTICLE IV

All of the Limited Liability Company's powers shall be exercised by or under the authority of, and the business and affairs of this company shall be managed under the direction of, the members of this company. This article may be amended from time to time in the regulations of the company by unanimous vote of the members.

ARTICLE V

Management of the limited liability company shall be reserved to its members, whose names and addresses are attached hereto as "Member List".

ARTICLE VI

This Limited Liability Company shall exist until December 31, 2024, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VII

The effective date of the limited liability company will be

July 1, 2004

ARTICLE VIII

Members shall have the right to admit new members by unanimous consent. Contributions of the new members shall be determined at the time of admissions to the Limited Liability Company.

A member's interest in the Limited Liability Company may not be sold or otherwise transferred except with the unanimous written consent of all members

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On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership in the Limited Liability Company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Organization for the uses and purposes aforesaid.

ARTICLE IX

Registered Agent, Registered Office & Registered Agent's Signature:

The Name and the Florida street address of the Registered Agent

Name:

Violeta Davalos

Address:

20061 Sanibel View Circle # 201
Fort Myers, Fl 33908

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, Florida Statutes.


Registered Agent's Signature

ARTICLE X

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Manager (s) or Managing Member (s):
The name and address of each Manager or Managing Member is as follows: 2001 JUL 12 P 2:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGR

MGRM

Patricia Davalos

Violeta Davalos

20061 Sanibel View Circle # 201

Fort Myers, FL 33908

REQUIRED SIGNATURE



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)

Violeta Davalos

Typed or printed name of signee