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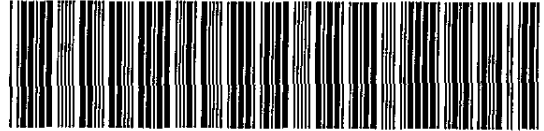
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**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. MIMO ON THE BEACH III LLC  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF ORGANIZATION

The undersigned hereby agree(s) to organize a limited liability company under the laws of the State of Florida, Chapter 608, with the following Articles of Organization.

ARTICLE I

NAME

The Limited Liability Company name shall be:

MIMO ON THE BEACH III LLC

ARTICLE II

EXISTENCE

The Limited Liability Company shall exist in perpetuity from the date of registration unless terminated earlier per Florida Statute 608.

ARTICLE III

PURPOSE

The Limited Liability Company purpose is to conduct all lawful business and it shall possess all powers now and hereafter conferred by the laws of the State of Florida and the United States.

ARTICLE IV

PRINCIPAL OFFICE

The post office address and the street address of the principal office of the Limited Liability Company is: 5860 PINETREE DR.

MIAMI, BEACH, FL, 33110.

ARTICLE V

INITIAL REGISTERED AGENT

The initial Registered Agent of the Limited Liability Company is:

CARLOS GARCIA and the street address of the

registered office is: 5860 PINETREE DR. MIAMI BEACH, FL. 33110

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ARTICLE VI  
INITIAL BOARD OF MANAGERS

The business of the Limited Liability Company shall be managed by an initial Board of Managers consisting of not fewer than one(1) person, the exact number to be determined from time to time in accordance with the by-laws. The name and address of the First Board of Managers who shall serve untill the first annual meeting of the members or untill their sucessors are elected and qualified shall be:

<u>NAME</u>	<u>ADDRESSES</u>
JOSE M. GARCIA AND ISABEL GARCIA	3158 BAY RD. MIAMI BEACH. FL.33140
CARLOS GARCIA AND YASMIN GARCIA	5860 PINETREE DR., MIAMI BEACH. FL. 3311

ARTICLE VII  
POWER OF MANAGER (S)

The Manager (s) shall exercise all powers conferred by law.

ARTICLE VIII  
INDEMNIFICATION

The Limited Liability Company shall indemnify any and all of its managers or officers against losses and expenses actually and neccessarily incurred by them in conection with the defense of any suit which they are parties to by reason of their acts while in their Company Members capacity.

ARTICLE IX  
AMENDMENTS

The Limited Liability Company reserves the right to amend, alter, change or repeal any or all provision of the Articles of Organization in the manner now or hereafter prescribed by Florida Statutes.

ARTICLE X

MEMBERS

There are at least one Member of this Company. The name and address of the initial Members of the Limited Liability Company are as follow:-----

<u>NAMES</u>	<u>ADDRESSES</u>
JOSE M. GARCIA AND ISABEL GARCIA, HIS WIFE AS TENANTS BY ENTIRELY.	3158 BAY RD. MIAMIBEACH. FL. 33140
CARLOS GARCIA AND YASMIN GARCIA, HIS WIFE AS TENANTS BY ENTIRELY.	5860 PINETREEDR., MIAMI BEACH. FL.33

ARTICLE XI

ADDITIONAL CONTRIBUTIONS TO CAPITAL

Should all Members agree at a regular or special meeting of Members of this Limited Liability Company that additional capital is needed them, in that event, it shall be contributed by all members within a reasonable time as determined at the meeting.

ARTICLE XII

ADDITIONAL MEMBERS

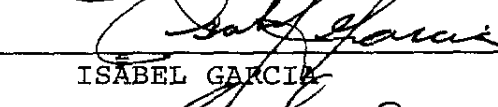
Should all members agree at a regular or special meeting of the members of this limited liability company that additional members may be admitted, then additional members shall be admitted upon payment of cash or contribution of capital assets per the agreement of all members to accept the same.

ARTICLE XIII  
CONTINUATION OF BUSINESS

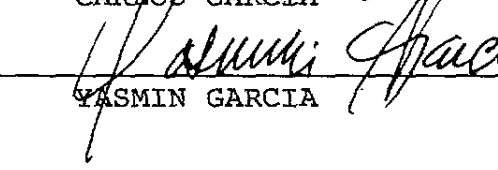
Upon the death, retirement, resignation, expulsion, bankruptcy or the occurrence of any other event which would terminate the continued membership of members in this Limited Liability Company, the other members have the right to continue the business of the Company as reconstituted without the departing members, pursuant to the terms and conditions as set forth in the company's by-laws.

IN WITNESS WHEREOF, the undersigned, being the original member(s) of the Limited Liability Company, have executed these Articles of Organization this 29 day of JULY 2004-

  
\_\_\_\_\_  
JOSE M. GARCIA

  
\_\_\_\_\_  
ISABEL GARCIA

  
\_\_\_\_\_  
CARLOS GARCIA

  
\_\_\_\_\_  
YASMIN GARCIA

ACKNOWLEDGMENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY, AT THE PLACE DESIGNATED IN THESE ARTICLES OF ORGANIZATION, I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISIONS IN CHAPTER 608, FLORIDA STATUTES, RELATIVE TO KEEPING OPEN SAID OFFICE.



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REGISTERED AGENT.  
CARLOS GARCIA