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Florida Department of State  
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To:  
Division of Corporations  
Fax Number : (850)205-0383

From:  
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003033  
Phone : (305) 672-0686  
Fax Number : (305) 672-9110

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## LIMITED LIABILITY COMPANY

## Rains Investment LLC

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Rains Investment LLC

### Article II. Address

The Company's street and mailing address is:

Rains Investment LLC  
1300 Brickell Avenue  
Miami FL 33131

### Article III. Registered Agent

The name and street address of the Company's registered agent is:

Milagros A. Sanchez  
1300 Brickell Avenue  
Miami FL 33131

### Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

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Article V. Management

This will be a member-managed company.

Article VI. Company Existence

The Company's existence shall begin effective as of September 15, 2004.

The undersigned authorized representative of a member executed these Articles of Organization on September 17, 2004.

  
\_\_\_\_\_  
JOSE A. RODRIGUEZ  
by T. Baez as attorney-in-fact

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## STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:


Rains Investment LLC

REGISTERED AGENT/OFFICE:

Milagros A. Sanchez  
1300 Brickell Avenue  
Miami FL 33131

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I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
\_\_\_\_\_  
MILAGROS A. SANCHEZ  
by T. Baez as attorney-in-fact

Date: September 17, 2004

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