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Phone : (305) 672-0686
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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

BARROSO SANTA MARIA, LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
BARROSO SANTA MARIA, LLC

Article II. Address

The Company's street and mailing address is:
BARROSO SANTA MARIA, LLC
C/O BRIAN L. BARROSO
1014 White Street
Key West FL 33040

Article III. Registered Agent

The name and street address of the Company's registered agent is:
BRIAN L. BARROSO
1014 White Street
Key West FL 33040

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.

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0686

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Article V. Management

This will be a manager-managed company. The name and address of each manager is:

JASON L. BARROSO
1014 White Street Key West FL 33040
BRIAN L. BARROSO
1014 White Street Key West FL 33040

Article VI. Company Existence

The Company's existence shall begin effective as of December 20, 2004.

The undersigned authorized representative of a member executed these Articles of Organization on December 21, 2004.

Rebecca J. Anderson

CORPORATE CREATIONS INTERNATIONAL INC.
Karla Sarria Vice President
by R.L. Anderson as attorney-in-fact

Corporate Creations International Inc.
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Miami Beach FL 33139
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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

BARROSO SANTA MARIA, LLC

REGISTERED AGENT/OFFICE:

BRIAN L. BARROSO

1014 White Street

Key West FL 33040

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.

Rubens J. Anderson

BRIAN L. BARROSO

by R.L. Anderson as attorney-in-fact

Date: December 21, 2004

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