

Jan. 12 2005 4:13PM

ARIAS TOVAR & ASSOCIATES, P.A.

02/13/05 1/3

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Florida Department of State
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LIMITED LIABILITY COMPANY
PROCOIN, LLC.

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ARTICLES OF ORGANIZATION
OF
PROCOIN, LLC.

The Undersigned, as a member or an authorized representative of a member of the Company, pursuant to Chapter 608, Florida Statutes, files the following Articles of Organization establishing a Florida Limited Liability Company named PROCOIN, LLC.

ARTICLE I: NAME

The name of the Company shall be: PROCOIN, LLC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this Company shall be:
1725 Main Street, Suite 209, Weston, FL 33326

ARTICLE III: DURATION

The period of duration for the Company shall be perpetual.

ARTICLE IV: PURPOSE

This company will engage in general investments, consulting services, international trade, import & export of general merchandise, as well as other related commercial and professional activities, and shall conduct any and all lawful business in the United States and abroad.

ARTICE V: MANAGEMENT

The Company shall be managed by one or more managers and is therefore a manager - managed Company. The initial manager of the Company shall be four (4) to hold office until his successor has been duly elected and qualified, or until his earlier resignation, removal from office or death, who are hereby authorized to represent this Company in all lawful acts or for any business transactions in accordance to Chapter 608 of the Florida Statutes. The number of Managers may increase or decrease in accordance with the procedure stated in the By-Laws of the Company.

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The names and addresses of the initial managers are:

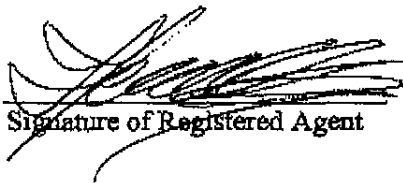
Angel Rafael Macario: 1725 Main Street, Suite 209, Weston, FL 33326
 Juan Manuel Macario: 1725 Main Street, Suite 209, Weston, FL 33326
 Fernando Garcia: 1725 Main Street, Suite 209, Weston, FL 33326
 Francisco Paz: 1725 Main Street, Suite 209, Weston, FL 33326

ARTICLE VI: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida Street address of the initial Registered Agent is:

Ileana Arias Tovar, Esq.
 Arias Tovar & Associates, P.A.
 Weston Town Center
 1725 Main Street, Suite 209
 Weston, FL 33326

Having been named as registered agent and to accept service of process for the above stated 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.




Signature of Registered Agent

Date: January 12, 2005

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IN WITNESS WHEREOF, the undersigned member or authorized representative of a member has signed these Articles of Organization this 12th day of January 2005



Signature of Member or Authorized Representative of a Member
 Angel Rafael Macario - Manager

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