

Florida Department of State  
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Account Name : SERBER & ASSOCIATES, P.A.  
Account Number : I200000000083  
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DIVISION OF CORPORATIONS

## LIMITED LIABILITY COMPANY

S &amp; S - MIAMI, L.L.C.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION  
FOR  
S & S - MIAMI, L.L.C.  
(A Florida Limited Liability Company)**

**ARTICLE I - Name:**

The name of the limited liability company is "S & S - MIAMI, L.L.C." (the "Limited Liability Company").

**ARTICLE II - Duration:**

The period of duration for the Limited Liability Company shall commence on the date on which these Articles of Organization are filed with the Department of State of the State of Florida, and shall be perpetual.

**ARTICLE III - Purpose:**

The Limited Liability Company is formed to engage in any lawful act or activity for which limited liability companies may be organized under the Florida Limited Liability Company Act (Section 608.401, et. seq., Florida Statutes).

**ARTICLE IV - Address:**

The mailing and street address of the principal office of the Limited Liability Company shall be 13164 NW 18<sup>th</sup> Street, Pembroke Pines, Florida 33028.

**ARTICLE V - Management:**

The management of the Limited Liability Company is reserved to the manager. The manager of the Limited Liability Company is:

Jose Saragusti  
13164 NW 18<sup>th</sup> Street  
Pembroke Pines, Florida 33028

**ARTICLE VI - Members:**

The members of the Limited Liability Company are:

RS Group USA Investments Corp.  
13164 NE 18<sup>th</sup> Street  
Pembroke Pines, Florida 33028

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Adriana N. Sturm  
13164 NE 18<sup>th</sup> Street  
Pembroke Pines, Florida 33028

**ARTICLE VII – Registered Agent:**

The registered agent for service of process on the Limited Liability Company shall be Matthew B. Wealcatch, Esq., Turnberry Plaza, Suite 801, 2875 N.E. 191<sup>st</sup> Street, Aventura, FL 33180.

**ARTICLE VIII – Debt and Contractual Liability**

Any member may contract debt and/or incur contractual liability by or on behalf of the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned hereby affirm under the penalties of perjury that the facts stated hereinabove are true and have executed this instrument as of this 24 day of January, 2005.

  
MATTHEW B. WEALCATCH, Authorized  
Representative of Member

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

Having been named to accept service of process for the above stated Limited Liability Company, MATTHEW B. WEALCATCH, states that he is familiar with and hereby agrees to act in the capacity, and agrees to comply with the obligations of said position.

Dated this 24 day of January, 2005.

By:   
MATTHEW B. WEALCATCH, Registered Agent

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