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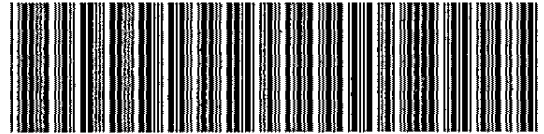
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(Business Entity Name)

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Properties Holding, L.L.C.

The enclosed Articles of Organization and fees are submitted for filing.

Please return all correspondence concerning this matter to the following:

Thomas W. Hill
Hill & Company, CPA
1318 Lafayette Street
Cape Coral, FL 33904

For further information concerning this matter, please call:

Tom Hill at (249) 549-2444

Enclosed is a check in the following amount:

155.00 Filing Fee & Certified Copy
(additional copy is enclosed)

Street Address:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Mailing Address:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 2, 2005

THOMAS W HILL
HILL & COMPANY, CPA
1318 LAFAYETTE STREET
CAPE CORAL, FL 33904

SUBJECT: PROPERTIES HOLDING, L.L.C.
Ref. Number: W05000010917

We have received your document for PROPERTIES HOLDING, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

If the person that is signing for the registered agent is also a representative of the member you must indicate that by the signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing
Document Specialist

Letter Number: 305A00014606

**ARTICLES OF ORGANIZATION
PROPERTIES HOLDING, L.L.C**

ARTICLE I

The name of this Limited Liability Company shall be: Properties Holding, L.L.C.

**ARTICLE II
PURPOSE**

This Limited Liability Company is created for the purpose of transacting any and all lawful business of which limited liability companies may be organized under the laws of the State of Florida or of the United States of America, as may be agreed upon by the members.

**ARTICLE III
PLACE OF BUSINESS AND REGISTERD AGENT**

The initial principal place of business and mailing address of this Limited Liability Company shall be 1314 Lafayette Street, Cape Coral, Florida 33904, and such other place or places as the members from time to time may determine.

The initial Registered Agent of the Limited Liability Company shall be Thomas W. Hill, 1318 Lafayette Street, Cape Coral, Florida 33904.

**ARTICLE IV
MANAGEMENT OF BUSINESS**

This Limited Liability Company is to be member managed. The initial member and manager is:

Osmany Hernandez
1314 Lafayette Street, Suite C
Cape Coral, Florida 33904

**ARTICLE V
REGULATIONS**

At the time of executing these articles of organization, the members of the Limited Liability Company shall adopt regulations containing all provisions for the regulations and management of this company not inconsistent with the law or these articles.

The power to alter, amend or repeal these regulations shall be vested in the managing member of his company.

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TALLAHASSEE, FLORIDA

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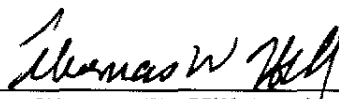
**ARTICLE VI
PROPERTY**

Real or personal property originally brought into or transferred to the company, or acquired by the company by purchase or otherwise shall be held and owned, and conveyance shall be made, in the name of this Limited Liability Company.

**ARTICLE VII
DISTRIBUTION OF EARNINGS**

The Managing Member of the Company shall have the sole discretion whether to issue earning or retain the same, either in whole or in part. The Managing Member shall not be required to provide a reason for the determination to retain such earnings.

IN WITNESS WHEREOF, the Authorized Agent of the Members has executed these Articles of Organization on this 24th day of February, 2005 and acknowledges that in accordance with §608.408(3), Florida Statutes, that the execution of this document constitutes and affirmation under the penalties of perjury that the facts stated herein are true.



Thomas W. Hill, Registered Agent

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