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WS-26353  
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**Rene Velez**  
ACCOUNTING, TAX AND CONSULTING

Mar. 12, 2005

Florida Department of State  
Division of Corporations  
407 E. Gaines Street  
Tallahassee, FL. 32399

Re: Articles of Organization for LLC

Dear Sir/madam,

Enclosed please find two (2) copies of the Articles of Organization for the following LLC's: (Federal Tax ID numbers are applied for)

- (1) Park Place Acquisition, LLC
- (2) Segui Investments, LLC

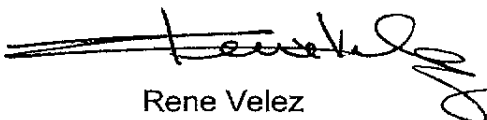
Two checks payable to the: "Florida Department of State" in the amount of \$130.00 each are enclosed for the filing fees and a current certificate of status.

PLEASE RETURN FILED COPIES TO:

Rene Velez, P.A.  
10661 SW 88<sup>th</sup> Street, Ste 221  
Miami, FL. 33176

Should you have any questions please feel free to contact me at the numbers listed below.

Kindest Regards,

  
Rene Velez

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**Velez**

## **Articles of Organization**

**Of**

### **Park Place Acquisition, LLC**

The undersigned, as the authorized representative of the initial members of Park Place Acquisition, LLC, a Florida limited liability company (the "Company"). Hereby forms a limited liability company under the laws of the State of Florida.

#### **Article I – Name**

The name of this Company is:

Park Place Acquisition, LLC

#### **Article II – Principal Office**

The mailing address and street address of the principal office of the company is:

**13020 SW 133 Ct.  
Miami, FL. 33186**

#### **Article III – Duration**

The Company shall commence its existence upon the filing of these Articles of Organization with the Secretary of the State of Florida. The Company shall have perpetual existence.

#### **Article IV – Management**

The Company shall be managed by a manager and is, therefore, a Manager managed company. The name and address of the initial Managers are:

**Rene Velez  
13020 SW 133 Ct.  
Miami, FL. 33186**

**Ana M. Cunill  
13020 SW 133 Ct.  
Miami, FL. 33186**

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#### **Article V – Admission of Additional Members**

The Company may admit additional Members, with the approval of the Members, in accordance with the terms of the Operating Agreement of the Company.

#### **Article VI – Limitation on Agency Authority of Members**

No Member of the Company shall be an agent of the Company solely by virtue of being a Member, and no Member shall have the authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a Member.

#### **Article VII – Registered Agent**

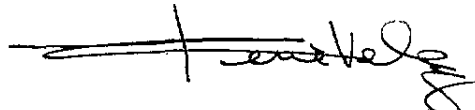
The registered agent and the Street address of the registered agent of this company in the State of Florida shall be:

**Rene Velez, P.A.  
13020 SW 133 Ct.  
Miami, FL. 33186**

These Articles of Organization may be amended or repealed upon unanimous approval of the then existing Members of the Company.

In Witness Whereof, the undersigned has executed the forgoing Articles of Organization as the authorized representative of the initial Member of the Company as of this 11<sup>th</sup>, day of March, 2005.

Authorized Representative:



Rene Velez

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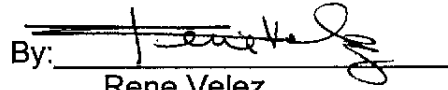
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**CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT UPON WHOM  
SERVICE OF PROCESS WITH THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 608.415 and 608.507,  
Florida Statutes:

Having been appointed registered agent of Park Place Acquisition, LLC, in  
its Articles of Organization, the undersigned hereby agrees to act in this capacity  
and affirms that he is familiar with, and accepts, the obligations of such position.

Rene Velez, P.A.

By:   
Rene Velez

13020 SW 133 Ct.  
Miami, FL. 33186

Date: March 11<sup>th</sup>, 2005

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