

Florida Department of State

Division of Corporations
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DIVISION OF CORPORATION

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Account Name : EMPIRE CORPORATE KIT COMPANY
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Phone : (305) 634-3694
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LIMITED LIABILITY COMPANY

cerro leon, llc

Certificate of Status	0
Certified Copy	1
Page Count	05
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STATE
TALLAHASSEE, FLORIDA

05 APR 13 AM 9:42

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ARTICLES OF ORGANIZATION
OF
CERRO LEON, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, as amended, hereby makes acknowledges and files the following Articles of Organization.

ARTICLE I

NAME

The name of the Limited Liability Company is CERRO LEON, LLC.

ARTICLE II

DURATION

The company shall exist perpetually. The existence of this limited liability company shall begin on the date of the filing of these Article of Organization.

ARTICLE III

ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 2655 Le Jeune Road, Penthouse ID, Coral Gables, Florida 33134.

This instrument was prepared by
ZAEDY R. POZO, ESQ.
2655 Le Jeune Road
Penthouse ID
Coral Gables, Florida 33134

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TALLAHASSEE, FLORIDA

ARTICLE IV

ADMISSION OF NEW MEMBERS

The addition of a new member to the Company shall require the written consent of fifty-one (51%) percent voting interest of the members of the Company and upon such terms and conditions as shall be determined by such vote. A member may transfer his, her, its interest in the company as set forth in the regulations contained in the Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless approved by a fifty-one (51%) percent vote at a duly constituted meeting of members.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the company in the State of Florida is ZAEDY R. POZO, ESQ., and the name of the initial agent of this company at that address is 2655 Le Jeune Rd, Penthouse DD, Coral Gables, Florida 33134.

ARTICLE VI

TERMINATION

Within 90 days of the occurrence of any event which would terminate the continued membership of a member of the Company, including but not limited to death, retirement, resignations, expulsion, bankruptcy or dissolution of a member, the Company shall terminate unless (a) a majority of the voting interest of the remaining members shall have voted to continue the business or (b) upon the death of the sole member, the successor to the interest of the member shall have voted to continue the business, and further provided that the company shall at all times have no less than one member.

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STATE
OF FLORIDA

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ARTICLE VII

MANAGEMENT

The Limited Liability Company may be either managed by the members or if the members so vote, the members may appoint a manager, the initial and the name and addresses of the managing member (s) are.

ALBERTO A. RIVEROS 2655 Le Jeune Road, Penthouse ID
Coral Gables, Florida 33134.

ESTELA B. RIVEROS 2655 Le Jeune Road, Penthouse ID
Coral Gables, Florida 33134.

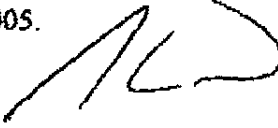
VICTOR H. RIVERO 2655 Le Jeune Road, Penthouse ID
Coral Gables, Florida 33134.

ARTICLE VIII

AMENDMENTS

The Articles of Organization of this Limited Liability Company may only be amended by the majority vote of the members. No member shall be obligated to contribute additional capital to the Company.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles of Organization at Miami Dade County, Florida, this 31st day of March 2005.


Name Alberto Riveros.
As Managing Member.

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TOTAL P.05

**ACCEPTANCE OF REGISTERED AGENT
OF
CERRO LEON, LLC**

Having been named as registered agent and to accept service of process for CERRO LEON, LLC 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.

[Handwritten mark]

By: *[Signature]*
Name: **Zaedy R. Pozo.**

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