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Division of Corporations
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To:

Division of Corporations

Fax Number

: (850)205-0383

From:

Account Nama

: CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053 Phone : (305)672-0686

Fax Number

: (305)672-9110

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### LIMITED LIABILITY COMPANY

#### Quisqueya Real Estate Holdings, LLC

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# SECRETARY OF STATE TALLAHASSEE, FLORIDA

#### ARTICLES OF ORGANIZATION

#### Article I. Name

The name of this Florida limited liability company is: Quisqueya Real Estate Holdings, LLC

#### Article II. Address

The Company's street and mailing address is: Quisqueya Real Estate Holdings, LLC 818 Palm Oak Drive Apopka FL 32712

#### Article III. Registered Agent

The name and street address of the Company's registered agent is:

Mo N. ElDeiry, Esq. 888 South Andrews Avenue Suite 205 Ft. Lauderdale FL 33316

#### Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Mo N. ElDeiry 1 FL Bar Member 106704 ElDeiry & ElDeiry P.A. 888 South Andrews Avenue Suite 205 Ft. Lauderdale FL 33316 954-527-5222

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

#### Article VI, Management

This will be a manager-managed company. The name and address of each manager is:

GARDY VASTEY 818 Palm Oak Drive Apopka FL 32712

#### Article VII, Company Existence

The Company's existence shall begin effective as of May 3, 2005.

The undersigned authorized representative of a member executed these Articles of Organization on 5/4/2005.

MON. ELDEIRY

by T. Back as afterney-in-fact

Mo N. ElDeiry I FL Bar Member 106704 ElDeiry & ElDeiry P.A. 888 South Andrews Avenue Suite 205 Ft. Lauderdale FL 33316 954-527-5222

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DECRETARY OF STATE TALLAHASSEE, FLORIDA

#### STATEMENT OF REGISTERED AGENT

#### LIMITED LIABILITY COMPANY:

Quisqueya Real Estate Holdings, LLC

#### REGISTERED AGENT/OFFICE:

Mo N. ElDeiry, Esq. 888 South Andrews Avenue Suite 205 Ft. Lauderdale FL 33316

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

MON. HLDERY, ESQ.

by T. Baez as attorney-in-fact

Date: 5/4/2005.

Mo N. ElDeiry I FL Bar Member 106704 ElDeiry & ElDeiry P.A. 888 South Andrews Avenue Suite 205 Ft. Lauderdale FL 33316 954-527-5222