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LIMITED LIABILITY COMPANY

g & g invesmtents, llc

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I

The name of the Limited Liability Company is: G & G Investments, LLC

ARTICLE II

The street address of the principal office of the Limited Liability Company is:

2655 Le Jeune Road, Suite 542
Coral Gables, Florida 33134

ARTICLE III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

ARTICLE IV

The name and Florida street address of the registered agent is:

Raoul Garcia-Vidal
2655 Le Jeune Road
Suite 542
Coral Gables, Florida 33134

Having been named as registered agent and to accept service of process for the above stated limited liability company 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.



Raoul Garcia-Vidal, Registered Agent

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ARTICLE V

The name and address of managing members/managers are:

Title: MGRM

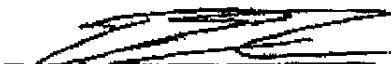
Jesus Rodriguez



Title: MGRM

Patricia Fojo





Jesus Rodriguez



Patricia Fojo

TOTAL P.04

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INITIAL CONSENT OF
MEMBERS AND MANAGERS OF
G & G INVESTMENTS, LLC

DATED: April 6, 2005

The undersigned, being the initial Members and Managers of the above-named Limited Liability Company (the "Company"), hereby consents to the following actions:

1. **ARTICLES OF ORGANIZATION:** The Company's Articles of Organization were duly filed by the Company's counsel, Garcia-Vidal & Garcia-Vidal, LLP, in the office of the Secretary of State on MAY 11, 2005, a copy of which shall be placed in the Company's minute book. All organizational taxes, fees and expenses related to organization have been paid. The actions taken and expenses incurred to organize the Company are hereby ratified, confirmed and approved in all respects.

2. **MEMBERS:** The initial members of the Company, and their percentage interests, are:

<u>Member</u>	<u>Interest</u>
JESUS RODRIGUEZ	
PATRICIA FOJO	


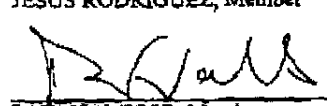
3. **MANAGERS:** The following individuals, are hereby elected as the Managers of the Company to take office immediately and to serve until their successors are duly elected, qualified and take office. The number of managers listed below shall constitute the number of managers of the Company unless and until that number shall be modified in accordance with the Operating Agreement of the Company:

JESUS RODRIGUEZ
PATRICIA FOJO

4. **OPERATING AGREEMENT:** An Operating Agreement, in the form annexed hereto, prepared by the Company's counsel, Garcia-Vidal & Garcia-Vidal, LLP, has been reviewed by the Managers and will be submitted to the Members for adoption as the Operating Agreement of the Company. A copy of same shall be inserted in the Company's minute book.

5. **BANK ACCOUNT:** The Managers are specifically authorized to open one or more accounts at any commercial bank or savings and loan association, or both, on behalf of the Company in accordance with a separate resolution to be attached to this consent.

The undersigned have executed this Initial Consent of Members and Managers as of the day and year first above written.


JESUS RODRIGUEZ, Member

PATRICIA FOJO, Member

INITIAL CONSENT1.wpd

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