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From:  
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305)672-0686  
Fax Number : (305)672-9110

LIMITED LIABILITY COMPANY

Interamerican Holdings, L.L.C.

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Interamerican Holdings, L.L.C.

### Article II. Address

The Company's street and mailing address is:

Interamerican Holdings, L.L.C.  
730 NW 107th Avenue  
Suite 120  
Miami FL 33172

### Article III. Registered Agent

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

Alfredo Garcia-Menocal, P.A.  
730 NW 107th Avenue  
Suite 115  
Miami FL 33172

### 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 or credit or similar item to which the assignor was entitled, to the extent assigned.

Alfredo Garcia-Menocal I FL Bar Member 533610  
Alfredo Garcia-Menocal, P.A.  
730 NW 107th Avenue  
Suite 115  
Miami FL 33172  
786-512-7169

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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.

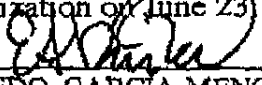
Article VI. Management

This will be a manager-managed company.

Article VII. Company Existence

The Company's existence shall begin effective as of June 22, 2005.

The undersigned authorized representative of a member executed these Articles of Organization on June 23, 2005.

  
\_\_\_\_\_  
ALFREDO GARCIA-MENOCAL  
by E.S. Davila as attorney-in-fact

Alfredo Garcia-Menocal I FL Bar Member 533610  
Alfredo Garcia-Menocal, P.A.  
730 NW 107th Avenue  
Suite 115  
Miami FL 33172  
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## STATEMENT OF REGISTERED AGENT

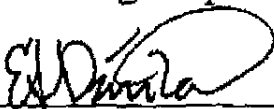
LIMITED LIABILITY COMPANY:

Interamerican Holdings, L.L.C.

REGISTERED AGENT/OFFICE:

Alfredo Garcia-Menocal, P.A.  
730 NW 107th Avenue  
Suite 115  
Miami FL 33172

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.



ALFREDO GARCIA-MENOCAL, P.A.  
by E.S. Davila as attorney-in-fact

Date: June 23, 2005

Alfredo Garcia-Menocal | FL Bar Member 533610  
Alfredo Garcia-Menocal, P.A.  
730 NW 107th Avenue  
Suite 115  
Miami FL 33172  
786-512-7169

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