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LIMITED LIABILITY COMPANY

AZCARIVE HOLDINGS OF FLORIDA LLC

Certificate of Status	0
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Page Count	05
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8/1/2005

ARTICLES OF ORGANIZATION

OF

AZCARIVE HOLDINGS OF FLORIDA LLC

ARTICLEI

Name

The name of this limited liability company is AZCARIVE HOLDINGS OF FLORIDA LLC (hereinafter "the Company").

ARTICLEII

Address

The mailing address of the Company's principal office is 2665 South Bayshore Drive, Suite 703, Miami, Florida 33133.

ARTICLEJII

Duration

The Company's existence shall commence upon the filing of these Articles of Organization with the Florida Department of State and said existence shall be perpetual.

ARTICLEIV

Initial Registered Office and Agent

The name and mailing address of the initial registered office and the initial registered agent of the Company is:

World Corporate Services, Inc. 2665 South Bayshore Drive Suite 703 Miami, Florida 33133

ARTICLEY

Purpose

The Company shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which Limited Liability Companies may be created under § 608.404, Fla. Stat., as amended and supplemented.

ARTICLE VI

Organizer

The name and street and mailing address of the person signing these Articles as Organizer is:

Alonso Sanchez, Esq. 2665 South Bayshore Drive Suite 703 Miami, Florida 33133

ARTICLE YII

Management

The Company will be managed by no less than one (1) manager and is, therefore, a manager-managed company. The following individuals shall be the initial managers:

Francisco Azcárate

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.

Alonso Sanchez, Esq., Authorized Representative

ORGANIZER

IN WITNESS WHEREOF, I have made and subscribed these Articles of Organization this day of August, 2005.

Alonso Sanchez, Esq.

STATE OF FLORIDA

SS:

COUNTY OF MIAMI-DADE)

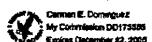
I HEREBY CERTIFY that on this day, before me, personally appeared Alonso Sanchez, who is well known to me to be the person described in and who executed these Articles of Organization as Organizer, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me at the County and State last aforesaid this day of August, 2005.

NOTARY PUBLIC

STATE OF FLORIDA AT LARGE

My Commission Expires:



SECRETURE FIRE STATES

ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT this appointment of, and designation as registered agent for service of process within the State of Florida of AZCARIVE HOLDINGS OF FLORIDA LLC named in the Articles of Organization hereinabove set forth and I do hereby further state that I may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article IV of such Articles.

IN WITNESS WHEREOF, as said registered agent, I have caused this statement to be signed on this ______ day of August, 2005.

Elena Diaz, Vice Besident World Corporate Services, Inc.

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