

Division of Corporations

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Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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To:

Division of Corporations
Fax Number : (850)205-0383

From:

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

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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

MAR AZUL FLORIDA LLC

Certificate of Status	1
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ARTICLES OF ORGANIZATION

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Article I. Name

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The name of this Florida limited liability company is:
MAR AZUL FLORIDA LLC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article II. Address

The Company's street and mailing address is:

MAR AZUL FLORIDA LLC
801 Brickell Avenue, Suite 1580
Miami FL 33131

Article III. Registered Agent

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

Steven H. Hubbe, Esq.
801 Brickell Avenue, Suite 1580
Miami FL 33131 UNITED STATES

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.

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.

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Article VI. Management

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

JUAN PARDO
801 Brickell Avenue, Suite 1580 Miami FL 33131

Article VII. Company Existence

The Company's existence shall begin effective as of 8/9/2005.

The undersigned authorized representative of a member executed these Articles of Organization on 8/9/2005.


CORPORATE CREATIONS INTERNATIONAL INC.
Taide Baez, Vice President

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:
MAR AZUL FLORIDA LLC

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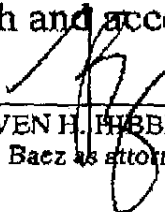
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TALLAHASSEE, FLORIDA

REGISTERED AGENT/OFFICE:

Steven H. Hibbe, Esq.
801 Brickell Avenue, Suite 1580
Miami FL 33131
UNITED STATES

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.



STEVEN H. HIBBE, ESQ.
by T. Bacz as attorney-in-fact

Date: 8/9/2005.