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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

BVRX, LLC

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**ARTICLES OF ORGANIZATION
FOR
A FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - NAME

The name of the Limited Liability Company is:

BVRX, LLC

ARTICLE II - ADDRESS

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

2550 South Bayshore Drive
Miami, Florida 33133

**ARTICLE III
REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S
SIGNATURE.**

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

Craig B. Shapiro, Esq.
Aran Correa Guarch & Shapiro, P.A.
710 South Dixie Highway
Coral Gables, Florida 33146

Having been named as registered agent and to accept service of process for the above stated limited liability Company at the place designated in the 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 as provided for in Chapter 608, Florida Statutes.



Registered Agent's Signature

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ARTICLE IV**Manager(s):**

The name and address of each Manager is as follows:

Title:
MGR

Name and Address:
Bryna Kneapler
2550 South Bayshore Drive
Miami, Florida 33133

ARTICLE V - Membership

Initially, the Limited Liability Company shall have two members. The names, addresses and percentage membership interests are:

| <u>Name</u> | <u>Address</u> |
|--------------------|---|
| Bryna Kneapler | 2550 South Bayshore Drive Miami, Florida 33133 |
| Victor Deury | 2550 South Bayshore Drive Miami, Florida 33133 |
| Rafael Navarro | 2550 South Bayshore Drive Miami, Florida 33133 |

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All memberships shall be payable in cash, notes or other property at a valuation to be fixed by the Board of Managers at a meeting called for that purpose. Property may be purchased or paid for with memberships at a just valuation to be fixed by the Board of Managers. The members by unanimous vote may sell further memberships, as they deem necessary at a price to be determined in their discretion. Any new membership interests shall reduce the existing percentages pro-rata. However, whenever new membership interests are sold the existing members shall have preemptive rights.

ARTICLE VI - Admission of Additional Members

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be set forth in the Regulations adopted by the members.

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ARTICLE VII - Members Rights to Continue Business

The right, if given, of the remaining members of the Limited Liability Company to continue the business (on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company) shall be set forth in the Regulations adopted by the members.

ARTICLE VIII - Initial and Authorized Capital

The amount of capital with which this Limited Liability Company will begin business is not less than \$100.00 to be contributed as set out in Article IV. The authorized capital may be increased by amending these articles as provided in Article IX.

ARTICLE IX - Amendment

These Articles of Organization may be amended in the manner provided by law. Every amendment shall be approved at a members' meeting by a unanimous vote of the membership entitled to vote thereon, unless all the managers and all the members sign a written statement manifesting their intention that a certain amendment of these Articles of Organization be made.

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

BVRX, LLC

By: 

Bryna Kneapler, Manager

Dated: 08/15/05

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