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TALLAHASSEE FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: MercAmericas, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Luis A. Arce
(Name of Person)

(Firm/Company)

7632 Plantation Circle
(Address)

University Park, FL 34201
(City/State and Zip Code)

For further information concerning this matter, please call:

Luis A. Arce at (941) 914-5959
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|---|--|---|
| <input type="checkbox"/> \$125.00 Filing Fee | <input type="checkbox"/> \$130.00 Filing Fee &
Certificate of Status | <input checked="" type="checkbox"/> \$155.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input type="checkbox"/> \$160.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed) |
|--|---|--|---|

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

**Articles of organization for MercAmericas, LLC
A Florida Limited Liability Company**

The undersigned, being authorized to, execute and file these Articles, hereby certifies that:

**ARTICLE I
Name**

The name of the Limited Liability Company is:
MercAmericas, LLC

**ARTICLE II
Address**

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

Principal Office Address

Mailing Address

7632 Plantation Circle
University Park, FL 34201

7632 Plantation Circle
University Park, FL 34201

**ARTICLE III
Initial Registered Agent and Initial Registered Office**

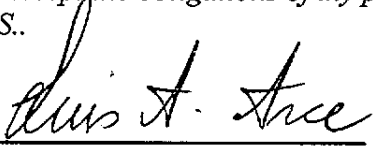
The name of the initial Registered Agent is:

Luis A. Arce

The Florida street address of the initial registered office of this Limited Liability Company is:

7632 Plantation Circle
University Park, FL 34201

Having been named as registered agent and to accept service of process for the above state 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 as provided for in Chapter 608, F.S..


Registered Agent's Signature

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ARTICLE IV

Purposes

This Limited Liability Company is organized for the purpose of and shall have the power to engage in any activity or business authorized under the Florida Statutes and, in general, to carry on any and all incidental business, to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

ARTICLE V

Duration

This Limited Liability Company shall exist in perpetuity or until dissolved in manner provided by law or as provided in the regulations adopted by the members.

ARTICLE VI

Manager(s) or Managing Member(s)

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

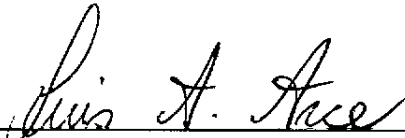
"MGRM" = Managing Member

Name and Address:

MGR

Luis A. Arce
7632 Plantation Circle
University Park, FL 34201

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledge them to be my act this 8th day of September, 2005



Signature of a member or an authorized representative of a member

(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)

Luis A. Arce

Typed or printed name of signee