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Florida Department of State  
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From:

Account Name : SIDNEY E. BRODIE, ESQ.  
Account Number : IL9990000106  
Phone : (305) 477-1155  
Fax Number : (305) 477-3860

M. Thomas SEP 26 2005

LIMITED LIABILITY COMPANY

CARTER REED, L.L.C.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$160.00

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

**ARTICLE I - Name:**

The name of the Limited Liability Company is: CARTER REED, L.L.C., A FLORIDA  
LIMITED LIABILITY COMPANY

**ARTICLE II - Address:**

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

1150 N.W. 72<sup>ND</sup> AVENUE, PH  
MIAMI, FL 33126

**ARTICLE III - Duration:**

The period of duration for the Limited Liability Company shall be: Perpetual

**ARTICLE IV - Management:**

The Limited Liability Company is to be managed by the members and the names and addresses  
of the managing members are:

David Forman

1150 N.W. 72<sup>nd</sup> Avenue, PH  
Miami, FL 33126

Alex Abril

" "

Alejandro Capo

" "

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**ARTICLE V - 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:

1. Unanimous consent of all remaining members.
2. Any newly admitted member will be required to make a capital contribution in amount to be decided by the then remaining members.

**ARTICLE VI - 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 controlled by the Operating Agreement executed by all members identified hereinafter.

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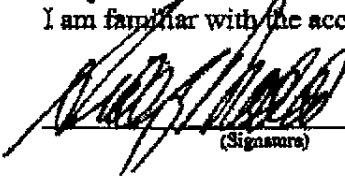
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**CERTIFICATE OF DESIGNATION OF  
RESIGNATION AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: CARTER REED, L.L.C.
2. The name and address of the registered agent and office is: Sidney Z. Brodic, whose address is 7270 NW 12th Street, PH-I, Miami, Florida 33126.

Having been named as registered agent and to accept service of process for the above stated 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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
(Signature)

\_\_\_\_\_  
(Date)

Designation of Registered Agent

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**SIGNATURE PAGE OF MEMBERS**



(In accordance with section 608.403(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true).

DAVID FORMAN

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