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LIMITED LIABILITY COMPANY

BLACKHAWK (PARAGUAY) LLC

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ARTICLES OF ORGANIZATION

OF

BLACKHAWK (PARAGUAY) LLC

These Articles of Organization of BLACKHAWK (PARAGUAY) LLC (the "Company"), have been duly executed and are being filed by the undersigned authorized representative of the members to form a Florida limited liability company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608) as follows:

**ARTICLE I
NAME**

The name of the limited liability company formed hereby is BLACKHAWK (PARAGUAY) LLC.

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Company is 1030 Wallace Drive, Delray Beach, Florida 33444 U.S.A.

**ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE**

The name and the Florida street address of the registered agent and registered office of the Company is Blackhawk, Inc., 1030 Wallace Drive, Delray Beach, Florida 33444 U.S.A.

**ARTICLE IV
MANAGEMENT**

The Company is to be managed by its Members as set forth in its Operating Agreement and is therefore a member managed company.

29 IN WITNESS WHEREOF, the undersigned executed these Articles of Organization on the day of September, 2005.

By: Phillip Bailey, Esq.
Name: Phillip Bailey, Esq., Member
Authorized Representative of Blackhawk, Inc.

By: _____
Name: Francisco Ignacio Giubi Torres, Member
Authorized Representative of Yrendague SA
(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).

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**ARTICLES OF ORGANIZATION
OF
BLACKHAWK (PARAGUAY) LLC**

These Articles of Organization of BLACKHAWK (PARAGUAY) LLC (the "Company"), have been duly executed and are being filed by the undersigned authorized representative of the members to form a Florida limited liability company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608) as follows:

**ARTICLE I
NAME**

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**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Company is 1030 Wallace Drive, Delray Beach, Florida 33444 U.S.A.

**ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE**

The name and the Florida street address of the registered agent and registered office of the Company is Blackhawk, Inc., 1030 Wallace Drive, Delray Beach, Florida 33444 U.S.A.

**ARTICLE IV
MANAGEMENT**

The Company is to be managed by its Members as set forth in its Operating Agreement and is therefore a member managed company.

IN WITNESS WHEREOF, the undersigned executed these Articles of Organization on the _____ day of September, 2005.

By: _____
Name: Phillip Bailey, Esq., Member
Authorized Representative of Blackhawk, Inc.

By: _____
Name: Francisco Ignacio Gubi Torres, Member
Authorized Representative of Yrendague SA



(In accordance with section 608.409(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true).

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OF THE FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED AGENT AND REGISTERED OFFICE IN THE STATE OF FLORIDA.

- (1) The name of the limited liability company is BLACKHAWK (PARAGUAY) LLC.
- (2) The name of the Florida street address of the registered agent and office are:

Blackhawk, Inc.
1030 Wallace Drive
DeFray Beach, FL 33444 U.S.A.

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 the 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 in Chapter 608, F.S.

BLACKHAWK, INC.

By: Phillip Bailey, Esq.
Phillip Bailey, Esq.

Date: September 29, 2005

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