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LIMITED LIABILITY COMPANY

INMOBILIARIA REBENTO, L.L.C.

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ARTICLES OF ORGANIZATION
OF
INMOBILIARIA REBENTO, L.L.C.**

THE UNDERSIGNED, as a member or an authorized representative of a member of the Company, pursuant to to Chapter 608, Florida Statutes, files the following Articles of Organization establishing a Florida Limited Liability Company named INMOBILIARIA REBENTO, L.L.C.

ARTICLE I

The name of the Limited Liability Company is:

INMOBILIARIA REBENTO, L.L.C.

ARTICLE II

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

**2800 Glades Circ. Suite E-102
Weston, FL 33327**

ARTICLE III

This Limited Liability Company is organized to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

Transact any and all lawful business in the United States and abroad.

ARTICLE IV

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE V

The Limited Liability Company shall be managed by one or more managers and is therefore a manager-managed company. The initial members of the Company shall be two (2) to hold office until their successor (s) have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Managers may increase or decrease in accordance with the procedure stated in the By-Laws of the Company.

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The name and address of the Members is:

Jose A. Resao, Av. Ppal. De Las Mercedes, Edif. Multicentro Las Mercedes, P. 3 # 303
Caracas - Venezuela.

Hector Tobia, Av. Ppal. De Las Mercedes, Edif. Multicentro Las Mercedes, P. 3 # 303
Caracas - Venezuela.

Bernardo Bentata, Av. Venezuela de El Rosal, Edif Exa, P. 10 # PH10, El Rosal Caracas
Venezuela

ARTICLE VI

The name and Florida street address of the Limited Liability Company's registered agent are:

CPC Accounting Services
2800 Glades Circle, Suite E-102
Weston, FL 33327

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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Leopoldo J Rios

Date: September 10th, 2004.

IN WITNESS WHEREOF, the undersigned member or authorized representative of a member has signed these Articles of Organization this 09 of November of 2004.



Signature of Managing Member

Hector Tobia
Signature of Member or Authorized Representative of a Member