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Florida Department of State

Division of Corporations

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DIVISION OF CORPORATION

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LIMITED LIABILITY COMPANY

mederos capital conversions, llc

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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ARTICLES OF ORGANIZATION OF Mederos Capital Conversions, LLC

The undersigned hereby subscribes these Articles of Organization for the purposes of organizing a limited liability company under the laws of the State of Florida.

I. NAME

The name of the Limited Liability Company is Mederos Capital Conversions, LLC (the "Company").

II. PRINCIPAL OFFICE

The mailing and street address of this Company's principal office shall be 5835 Blue Lagoon Drive, Suite 302, Miami, Florida 33126.

III. REGISTERED AGENT AND REGISTERED OFFICE

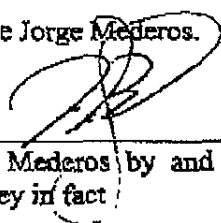
The registered agent of this Company shall be Jose Baloyra whose business address is Suite 300 Grove Professional Building, 2950 SW 27th Avenue, Miami, Florida 33133, which shall be the registered office of this limited liability company.

IV. MANAGEMENT BY MEMBER

This Company shall be manager-managed company.

V. MANAGER

The initial manager of the Company shall be Jorge Mederos.



Jorge Mederos by and through Jose Baloyra his
attorney in fact

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**STATEMENT OF ACCEPTANCE
OF
REGISTERED AGENT OF
MEDEROS CAPITAL CONVERSIONS, LLC**

In accordance with the Florida Limited Liability Company Act, sections 608.407(1)(d) and 608.415(2), the undersigned hereby accepts the appointment as registered agent of the above captioned limited liability company. The registered agent further acknowledges that Suite 300 Grove Professional Building, 2950 SW 27th Avenue, Miami, Florida 33133 is the business office address of the registered agent, which will be the registered office of the limited liability company for the service of process.

Date: November 14, 2005



Jose Baloyra

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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