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Fax Number : (850)205-0383

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Account Name : CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053

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LLC AMND/RESTATE/CORRECT OR M/MG RESIGN

MANQUEHUE DEVELOPMENT, LLC

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DIVISION OF CORPORATION

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AMENDED AND RESTATED ARTICLES OF ORGANIZATION

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These Amended and Restated Articles of Organization were adopted January 6, 2006 by the members pursuant to section 608.411, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Organization was approved by the members by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Organization supersede the original Articles of Organization, as amended.

Article I. Name

If no old name is listed below, the name of this Florida limited liability company has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: Manquehue Development, LLC
Old Name:

Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on January 4, 2006.

Article III. Address

The Company's street and mailing address is:

Manquehue Development, LLC
4850 SW 72 Avenue
Miami FL 33155

Article IV. Registered Agent

The name and street address of the Company's registered agent is:

Maria E. Cervantes
4850 SW 72 Avenue
Miami FL 33155

Paulina A. Cervantes | FL Bar Member 957488
4850 SW 72nd Avenue
Miami FL 33155
305-298-4986

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Article V. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article VI. Management

This will be a manager-managed company. The name of each manager is:

PATRICIO CERVANTES

4850 SW 72 Avenue Miami FL 33155

PATRICIO KREUTZBERGER

4850 SW 72 Avenue Miami FL 33155

AUGUSTIN SALAS

4850 SW 72 Avenue Miami FL 33155

Article VII. Company Existence

The Company's existence will begin effective upon the filing date of the original Articles of Organization.

The undersigned executed these Amended and Restated Articles of Organization on the date shown below.

Manquehue Development, LLC

By: [Signature]
by T. Baez as attorney-in-fact

Name: Patricio Cervantes

Title: Manager

Date: January 6, 2006

Paulina A. Cervantes | FL Bar Member 957488
4850 SW 72nd Avenue
Miami FL 33155
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

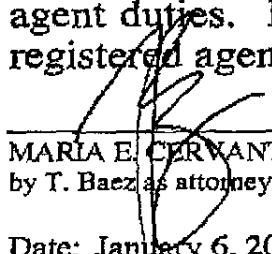
CORPORATION:

Manquehue Development, LLC

REGISTERED AGENT/OFFICE:

Maria E. Cervantes
4850 SW 72 Avenue
Miami FL 33155

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



MARIA E. CERVANTES
by T. Baez as attorney-in-fact

Date: January 6, 2006

Paulina A. Cervantes | FL Bar Member 957488
4850 SW 72nd Avenue
Miami FL 33155
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