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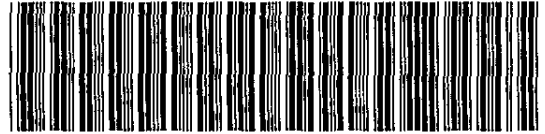
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

E+R Properties, LLC

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Signature _____

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E & R PROPERTIES, L.L.C.
ARTICLES OF ORGANIZATION

The undersigned being a duly authorized representative and Member and acting as the organizer of a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I
NAME

The name of the Limited Liability Company shall be **E & R PROPERTIES, L.L.C.** (the "Company").

ARTICLE II
MAILING ADDRESS AND STREET ADDRESS

The mailing address and the street address of the Company shall be:

E & R PROPERTIES, L.L.C.
2247 NW 17th Avenue
Miami, Florida 33142

ARTICLE III
REGISTERED AGENT

The name and street address for the initial Registered Agent of the Company in the State of Florida is:

Douglas E. Ede, Esquire
Salas, Ede, Peterson & Lage, L.L.C.
6333 Sunset Drive
South Miami, Florida 33143

A written statement as prescribed by the Florida Department pursuant to Section 608.415, Florida Statutes, is attached to these Articles of Organization.

Prepared by: Douglas E. Ede, Esquire
Salas, Ede, Peterson & Lage, L.L.C.
6333 Sunset Drive
South Miami, Florida 33143
Phone Number (305) 663-0000
Florida Bar Number 764787

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**ARTICLE IV
DURATION**

The period of the Company's duration shall commence on the date of filing these Articles of Organization and shall exist perpetually, unless terminated: (1) in accordance with the Company's Regulations; (2) by the unanimous written agreement of all Member(s); (3) by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member; or (4) upon the occurrence of any other event which terminates the continued membership of a Member. Upon any such termination, however, the existence and business of the Company may be continued with the consent of all remaining Member(s) of the Company, or by amendment of these Articles of Organization providing for the continued existence of the Company.

**ARTICLE V
PURPOSE**

The Company is being formed to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE VI
MEMBERS AND ADDITIONAL MEMBERS**

The sole member of the Company shall be:

Roberto Leon
2247 NW 17th Avenue
Miami, Florida 33142

Bladio Castellano
2247 NW 17th Avenue
Miami, Florida 33142

Additional Members may be admitted upon the approval of all of the Member(s) of the Company.

**ARTICLE VII
MANAGEMENT**

The business of the Company shall be a member-managed company and shall be conducted, carried on, and managed by no fewer than ONE (1) Manager, who shall be elected annually by the Member(s) of the Company. The Manager shall have all of the authority, right and responsibilities with respect to the operation and management of the Company. The name and address of the initial Manager is as follows:

Roberto Leon
2247 NW 17th Avenue
Miami, Florida 33142

The Manager shall serve in such capacity until his successor is duly elected, or otherwise appointed, and qualified.

**ARTICLE VIII
AMENDMENT OF REGULATIONS**

The power to adopt, alter, amend, or repeal the Regulations of the Company shall be solely and exclusively vested in the Members of the Company.

In WITNESS WHEREOF, the undersigned, as Member, has executed these Articles of Organization on this 2nd day of February, 2006.

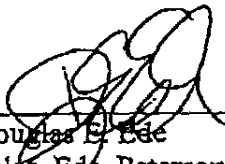
E & R PROPERTIES, L.L.C.

By: 

Roberto Leon

REGISTERED AGENT ACCEPTANCE

IN WITNESS WHEREOF, the undersigned hereby accepts the appointment of Registered Agent, and states that it is familiar with, and accepts the obligations provided for in *Section 608.415 Florida Statutes*.



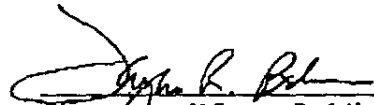
Douglas E. Ede
Salas, Ede, Peterson & Lage, L.L.C.
6333 Sunset Drive
South Miami, Florida 33143

STATE OF FLORIDA)
) SS
COUNTY OF MIAMI-DADE)

The preceding or attached instrument was acknowledged before me on 2/2/06 by Douglas E. Ede, who is personally known to me and did not take oath.

{Notary Seal}





Signature of Notary Public

JAYNE R. BERSOK
Print or Typed Name of Notary Public