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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Pirez-Lagos Associates, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Teresa Gail Sosby, Esq.

(Name of Person)

Rojas Law Firm, LLP

(Firm/Company)

200 South Biscayne Boulevard, Suite 5100

(Address)

Miami, Florida 33131

(City/State and Zip Code)

For further information concerning this matter, please call:

Teresa Gail Sosby, Esq.

(Name of Person)

at (305) 446-4000

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---------------------------------------------------------|-------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------|
| <input checked="" type="checkbox"/> \$125.00 Filing Fee | <input type="checkbox"/> \$130.00 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input type="checkbox"/> \$160.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed) |
|---------------------------------------------------------|-------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------|

Mailing Address

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
of
Pirez-Lagos Associates, LLC

Pursuant to the authority contained in Florida Limited Liability Company Act, F.S. Chapter 608, the undersigned, being the Members of Pirez-Lagos Associates, LLC, a Florida Limited Liability Company, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability Company shall be Pirez-Lagos Associates, LLC, a Florida Limited Liability Company (the "Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company is 7315 SW 87th Avenue, Suite 100, Miami, Florida 33173.

ARTICLE III -- DURATION

The Company shall commence its existence as of the date of filing of these Articles of Organization with the Florida Department of State. The Company's existence shall be perpetual unless the Company is dissolved earlier as provided in these Articles of Organization or in the Operating Agreement.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the state of Florida is Alejandro Brito, Zarco Einhorn Salkowski & Brito, P.A., 100 S.E. Second Street, 27th Floor, Miami, Florida 33131, whose acknowledgment and acceptance shall be confirmed by the signature of its authorized representative, Alejandro Brito.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The Members of the Company are those individuals and or entities listed in the attached Exhibit "A," who shall be referred to individually as "Member" or collectively as "Members."

The Members shall contribute capital to the Company in the form of cash, property or services as set forth in Exhibit "A". The capital contributed to the Company by each Member shall entitle them to hold an ownership interest in the Company in the proportions set forth in Exhibit "A."

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ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the Members, or as provided in the Operating Agreement.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the Operating Agreement, no additional members shall be admitted to the Company except with the unanimous written consent of all the Members of the Company and on such terms and conditions as shall be determined by all the Members. A Member may transfer its interest in the Company as set forth in the Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless 100% of the Members of the Company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by written consent.

ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The Company shall be dissolved on the death, bankruptcy, or dissolution of a Member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by majority vote of all the remaining Members.

ARTICLE IX -- MEMBER'S VOTING RIGHTS

The voting control of the Company shall be allocated equally among the Members and each shall have equal rights in respect to the management and conduct of the business of the Company without regard to their proportionate share of capital contributed to the Company.

ARTICLE X-- MANAGEMENT

The Company shall be managed by a manager or managers (hereinafter the "Manager" or "Managers") in accordance with the Operating Agreement adopted by the Members for the management of the business and affairs of the Company. The Operating Agreement may contain provisions for the regulation and management of the affairs of the Company not inconsistent with the law or these Articles of Organization. The names and addresses of the Managers of the Company are:

Name: J.V.P., Inc.
Address: 7315 SW 87th Avenue, Suite 100
Miami, FL 33173

Name: Lagos Associates, LLC
Address: 3785 N.W. 82nd Avenue, Suite 109
Miami, Florida 33166-6629

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MIAMI, FLORIDA

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IN WITNESS WHEREOF, the undersigned Members have made and subscribed these Articles of Organization on this 9th day of February, 2006.

J.V.P., INC.,
a Florida corporation,

By: [Signature]

Name: FORGE V. FINEZ

As: PRESIDENT / C.E.O.

Date: 2/9/06.

LAGOS ASSOCIATES, LLC,
a Florida limited liability company,

By: [Signature]

Name: RENE LAGOS

As: PRESIDENT / C.E.O.

Date: 2/9/06

ACCEPTED BY REGISTERED AGENT:

ZARCO EINHORN SALKOWSKI & BRITO, P.A.,
a Florida professional association,

By: [Signature]

As: ALEJANDRO BRITO

Date: 2/14/06

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TALLAHASSEE, FLORIDA

MEMBERS AND INITIAL CAPITAL CONTRIBUTIONS:

J.V.P., Inc. \$10,000.00 (US) / 50% interest
a Florida corporation
7315 SW 87th Avenue, Suite 100
Miami, Florida 33173 JVP.

Lagos Associates, LLC \$10,000.00 (US) / 50% interest
a Florida limited liability company
3785 N.W. 82nd Avenue, Suite 109
Miami, Florida 33166-6629 R.L.

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