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DIVISION OF CORPORATIONS

FLORIDA/FOREIGN LIMITED LIABILITY CO.

CALLE OCHO INVESTMENTS 33-15, L.L.C.

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**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - NAME

The name of the Limited Liability Company is:

CALLE OCHO INVESTMENTS 33-15, L.L.C.

ARTICLE II - ADDRESS

The street address of the Limited Liability Company is:

6460 - 6462 SW 8TH STREET
MIAMI, FL. 33144

The mailing address shall be:

6460 SW 8TH STREET
MIAMI, FL. 33144

ARTICLE III - REGISTERED AGENT

The name and the Florida street address of the Registered Agent are:

Alan J. Shuminer Law Offices
1200 Brickell Ave. - Suite 1680
Miami, FL. 33131

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 as provided for in Chapter 608, Florida Statutes.


Registered Agent Signature

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ARTICLE IV - DURATION

The period of duration for the Limited Liability Company shall be: Indefinite

ARTICLE V - MANAGEMENT

The Limited Liability Company is to be initially managed by the Managing Members whose names are:

MAX CORZO	-	GENERAL MANAGER
CARMEN PINEIRO	-	MANAGING MEMBER
RUBEN CORZO	-	MANAGING MEMBER

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, to the General Manager to admit additional Managing Members and the terms and conditions of the admission shall be considered by means of an application and a cash contribution all of which shall be agreed by the members at their discretion.

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ARTICLE VII - MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, to the remaining Managing Members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of the General Manager or other Managing Members and on the occurrence of any other event which terminates the continued membership of the member and then the limited liability company shall be conferred to the remaining members, who in turn shall designate by agreement the new General Manager from them.


Signature of the General Manager


Signature of Managing Member


Signature of Managing Member

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