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Division of Corporations

FAX NO.

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(((H06000139928 3)))

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From:
Account Name : RASCO, RETINORR, PEREZ & ESQUENAZI, P.L.
Account Number : 104076000124
Phone : (305) 476-7100
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DIVISION OF CORPORATIONS

FLORIDA/FOREIGN LIMITED LIABILITY CO.

NEXT LEVEL (SOUTHERN CONE) MANAGEMENT, LLC

Certificate of Status	1
Certified Copy	1
Page Count	03
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**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

ARTICLE I. Name

The name of the Limited Liability Company is:

NEXT LEVEL (SOUTHERN CONE) MANAGEMENT, LLC

ARTICLE II. - Address

The mailing address and street address of the principal office of the Limited Liability Company is:

9350 South Dadeland Blvd. Suite 200
Miami, Florida, 33156

**ARTICLE III. - Registered Agent, Registered Office,
& Registered Agent's Signature:**

The name and the Florida street address of the registered agent are:

Miami Corporate Systems, Inc.
283 Catalonia Avenue, 2nd Floor
Coral Gables, Florida 33134

I 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, F.S.

REGISTERED AGENT:

MIAMI CORPORATE SYSTEMS, INC.

Salomon H. Esquenazi, Assist. Vice President

Audit No: H06000139928 3

This instrument was prepared by:

Salomon H. Esquenazi, Esq.
Rusco Reininger Perez Esquenazi & Vigil, P.L.L.
283 Catalonia Ave. 2nd Floor
Coral Gables, Florida 33134
(305) 476-7100

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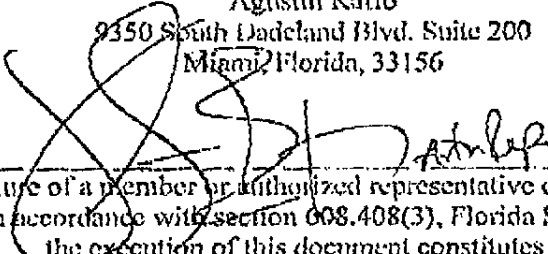
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ARTICLE IV. - Management:

X The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company. The names and addresses of the managers who are to serve as initial managers are:

Next Level, LLC
9350 South Dadeland Blvd. Suite 200
Miami, Florida, 33156

Agustin Raffo
9350 South Dadeland Blvd. Suite 200
Miami, Florida, 33156



Signature of a member or authorized representative of a member.
In accordance with section 608.408(3), Florida Statutes,
the execution of this document constitutes an
affirmation under the penalties of perjury that the
facts stated herein are true.

2142.DDD36.6141 doc

Audit No.: H06000139928 3

This instrument was prepared by:
Salomon B. Esquenazi Esq.
Rasco Reininger Perez & Esquenazi & Vigil, P.L.
283 Catalonia Ave., 2nd Floor
Coral Gables, Florida 33134
(305) 476-7100

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