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Florida Department of State  
Division of Corporations  
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## To:

Division of Corporations  
Fax Number : (850)205-0383

## From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305)672-0686  
Fax Number : (305)672-9110

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Red Properties, LLC

Certificate of Status	1
Certified Copy	0
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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Red Properties, LLC

### Article II. Address

The Company's street and mailing address is:  
Red Properties, LLC  
3201 West Griffin Road  
Suite 102  
Dania FL 33312

### Article III. Registered Agent

The name and street address of the Company's registered agent is:  
FMR Corp.  
One Unity Square  
401 SW 27th Avenue  
Miami FL 33135

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### Article IV. 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.

Corporate Creations International Inc.  
941 Fourth Street  
Miami Beach FL 33139  
(305) 672-0686

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

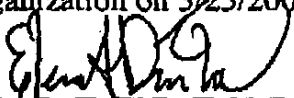
This will be a member-managed company. The name and address of each member is:

DAVID WORLAND  
3201 West Griffin Road Suite 102 Dania FL 33312  
ROBERT IAN RATTRAY  
3201 West Griffin Road Suite 102 Dania FL 33312

Article VII. Company Existence

The Company's existence shall begin effective as of 5/25/2006.

The undersigned authorized representative of a member executed these Articles of Organization on 5/25/2006.



CORPORATE CREATIONS INTERNATIONAL INC.  
Elena S. Davila Vice President

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## STATEMENT OF REGISTERED AGENT

### LIMITED LIABILITY COMPANY:

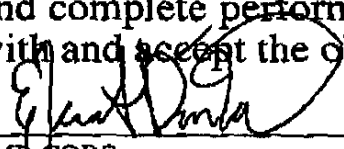
Red Properties, LLC

### REGISTERED AGENT/OFFICE:

FMR Corp.  
One Unity Square  
401 SW 27th Avenue  
Miami FL 33135

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I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. 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.

  
FMR CORP.  
by E.S. Davila as attorney-in-fact

Date: 5/25/2006.

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Miami Beach FL 33139  
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## To:

Division of Corporations  
Fax Number : (850) 205-0383

## From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**villamare vacation llc**

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

**ARTICLE I - Name:**

The name of the Limited Liability Company is:

VILLAMARE VACATION LLC

**Article II - Address:**

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

Principal Office Address:

18206 Collins Ave.  
Sunny Isles, FL  
33160

Mailing Address:

18206 Collins Ave.  
Sunny Isles, FL  
33160

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

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

Herman Gleizer  
Name

18206 Collins Ave.  
Florida street address (P.O. Box NOT acceptable)

Sunny Isles, FL 33160  
City, State, and Zip

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..

[Signature]  
Registered Agent's Signature

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**ARTICLE IV - Management / Member(s):**

The name(s) and address(es) of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGR

Fernando Alpern  
18206 Collins Ave.  
Sunny Isles, FL 33160

MGR

Luis Marcelo Attar Cohen  
18206 Collins Ave  
Sunny Isles, FL 33160

MGR

Emilio Fabian Laban  
18206 Collins Ave  
Sunny Isles, FL 33160

MGR

Teofilo Claudio Daniel  
18206 Collins Ave  
Sunny Isles, FL 33160

NOTE: An additional article must be added if an effective date is requested.

**REQUIRED SIGNATURE:**

  
\_\_\_\_\_  
Signature of a member or an 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.)

Hernan Gleyer  
\_\_\_\_\_  
Typed or printed name of signer

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