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LLC

1.

Acqualive Distributors LLC
(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

PECIAL INSTRUCTIONS:

**ARTICLES OF ORGANIZATION
OF
ACQUALIVE DISTRIBUTORS, LLC
a Florida Limited Liability Company**

FILED
2006 JUN 20 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, an authorized representative for the purpose of organizing a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida statutes hereby adopts the following Articles of Organization.

**ARTICLE I
NAME**

The name of the limited liability company (the "Company") shall be:

ACQUALIVE DISTRIBUTORS, LLC

**ARTICLE II
PURPOSE**

The general nature and purpose of this organization is to engage in the following activities:

The authority to engage in and transact, within and without the State of Florida or the United States, any and all lawful activities permitted under the laws of the United States and/or of the State of Florida for which companies may be organized under Chapter 608 of the Florida Statutes.

**ARTICLE III
DURATION**

Unless and until the Company is dissolved in a manner provided by law and by the unanimous consent of the members or by law, the Company will exist in perpetuity from the date of the filing of these Articles with the Florida Department of State.

**ARTICLE IV
PLACE OF BUSINESS IN THE STATE**

The mailing address and principal place of business of the company in the State of Florida shall be:

7760 West 20th Avenue, # 02
Hialeah, Florida 33016

**ARTICLE V
INITIAL REGISTERED OFFICE AND
REGISTERED AGENT**

The address of the initial registered agent and the initial registered office of the Company is:

FRANK JULIUS CARMONA
2183 NE 122ND Street
North Miami , Florida 33181

**ARTICLE VI
MANAGEMENT**

The Company shall be managed by three (3) Managers whose names and address are follows:

IVAN CARTA
7760 West 20TH Avenue, # 02
Hialeah, Florida 33016

GLORIA CARTA
7760 West 20th Avenue, # 02
Hialeah, Florida 33016

FRANK JULIUS CARMONA
2183 NE 122nd Street
North Miami, Florida 33181

ARTICLE VII
TRANSFERABILITY OF MEMBER'S INTEREST

A member's interest in the company shall not be transferred unless the transfer is made pursuant to the provisions of the company's regulations.

ARTICLE VIII
CONTINUATION OF BUSINESS OPERATIONS

The company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in a limited liability company unless the business of the company is continued by the consent of all of the remaining Members.

**ARTICLE IX
POWERS**

The Company may exercise any powers, without limitations whatsoever, which a Limited Liability Company may legally exercise under the laws of the State of Florida.

**ARTICLE X
INDEMNIFICATIONS**

The Company may indemnify any manager, member, officer or agent of the Company to the fullest extent permitted by Florida Law.

In witness whereof, the undersigned authorized representative has executed these Articles of Organization this 16th day of June, 2006.

Ivan Carta
Member

BY: _____

IVAN CARTA

Gloria Carta
Member

BY: _____

GLORIA CARTA

Frank Julius Carmona
Member

BY: _____

FRANK JULIUS CARMONA

STATE OF FLORIDA)
COUNTY OF MIAM-DADE)

Before me a Notary Public authorized to take acknowledgement in the State of
Florida, County of Miami-Dade, personally appeared:

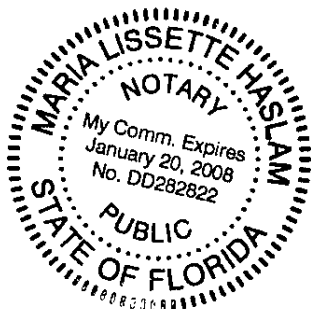
IVAN CARTA, GLORIA CARTA AND FRANK JULIUS CARMONA

and known to me and known by me to be the persons who executed the foregoing
Articles of organization of ACQUALIVE DISTRIBUTORS, LLC, a limited liability
company.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official
seal, in the State and County aforesaid, this 16th day of June, two thousand and
six (2006).

My commission expires:

Notary: State of Florida



**DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

PURSUANT TO THE FLORIDA STATUTES, the following is submitted in compliance with said Statutes:

First—That ACQUALIVE DISTRIBUTORS, LLC., qualify to do business under the laws of the State of Florida with its principal office at 7760 West 20th Avenue, # 02, Hialeah, Florida 33016, has appointed **FRANK JULIUS CARMONA**, located at 2183 NE 122nd Street, City of North Miami, County of Miami-Dade, State of Florida, as its agent to accept Service of Process within this State.

ACKNOWLEDGMENT (must be signed by Designated Agent)

Having been named to accept Service of Process for the above stated company, at the place designated in this certificate, I hereby agree to act in this capacity and further agree to comply with the provision of said Statutes relative to keeping open said office.

BY: 

REGISTERED AGENT