

L06000062963

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

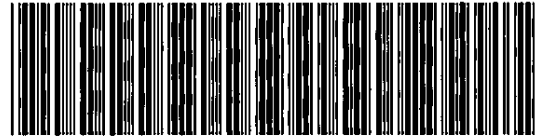
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

[Handwritten signature]

Office Use Only



500075071845

06/21/06--01042--013 **120.00

06/21/06--01042--014 **35.00

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

06 JUN 21 AM 11:56

RECEIVED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2006 JUN 21 PM 1:50

FILED

LAZARUS

CORPORATE FILING SERVICE

3320 SW 87TH AVENUE

MIAMI, FL 33165

305-552-5973

FILED
2006 JUN 21 PM 1:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. BH LAFOX USA, L.L.C.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

- Walk in Pick up time 2.06 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

AMENDMENTS

- Amendment
 Resignation of R.A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

Examiner's Initials

**ARTICLES OF ORGANIZATION
OF
BH LAFOX USA, L.L.C.**

FILED
2006 JUN 21 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, as a member or an authorized representative of a member of the Company pursuant to Chapter 608, Florida Statutes, files the following Articles of Organization establishing a Florida Limited Liability Company named: BH LA FOX USA, L.L.C.

ARTICLE I.

NAME

The name of the Limited Liability Company shall be
BH LAFOX USA, L.L.C.

ARTICLE II.

ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company shall be 955 FALLING WATER RD. WESTON, FL. 33326.

ARTICLE III.

DURATION

The period of duration for the Limited Company shall be perpetual.

ARTICLE IV.

PURPOSE OF ORGANIZATION

The Limited Liability Company is organized for the purpose of engaging in any and all other acts or purposes permitted under Section 608.404 of the Florida Statutes 1993, as amended from time to time, and for any and all other applicable or governing laws of the State Of Florida, except as any of the foregoing acts and/or purposes may be otherwise barred or restricted by laws.

ARTICLE V.

MANAGEMENT

This Limited Liability Company shall be managed by one Managing Member and the name and address of the Managing Member are:

ARIE, KACHLER 33.34%

at 955 FALLING WATER RD., WESTON, FL. 33326.

ENRIQUE, BEER 33.33%

at PUNTA PAITILLA EDIFICIO MIRAGE, VIA ITALIA PISO 2, PANAMA,
REPUBLICA DE PANAMA.

ABRAHAM, KORENFELD 33.33%

at FUENTE DE ACUEDUCTO 3 CASA 4, COL TECAMACHALCO,
NAUCALPAN, EDO DE MÉXICO, MÉXICO 59350.

ARTICLE VI.

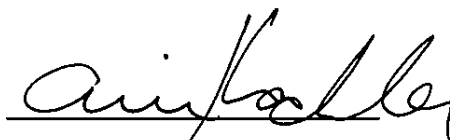
ADMISSION OF NEW MEMBERS

Unless otherwise herein specified, no new Members shall be admitted to the Limited Liability Company during the period of its existence. New Members may be admitted pursuant to a vote of not less than 100% of the total existing ownership interest each Member has in the Limited Liability Company. No individual Member and/or managing Member of the Limited Liability Company shall ever have the power to terminate or grant membership to any person.

ARTICLE VII.

CONTINUATION AFTER INVOLUNTARY TERMINATION

In the event of termination of the Limited Company due to death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or any other event which involuntarily terminates the Limited Liability Company, then in that event, the remaining and/or surviving Members shall be fully entitled to continue the business of the Limited Liability Company provided that 100% of the ownership interest then remaining shall have to do so in writing.



ARIE, KACHLER

MANAGING MEMBER

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 608.415, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Limited Liability Company is:

BH LAFOX USA, L.L.C.
955 FALLING WATER RD.
WESTON, FL. 33326


2. The name and address of the registered agent and office is:

ARIE, KACHLER
Name

955 FALLING WATER RD.
(P.O. Box or Mail Drop NOT acceptable)

WESTON, FL. 33326
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation 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.



SIGNATURE

ARIE, KACHLER

DATE 06/20/2006