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CORPORATION(S) NAME

INCA NE LLC

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Articles of Organization
Of
INCA NE LLC

The undersigned, has executed the following document as authorized of the above named company, organized under the laws of the State of Florida, files the following Articles of Organization establishing a Florida Limited Liability Company named INCA NE LLC

ARTICLE I

The name of this company shall be: INCA NE LLC

ARTICLE II

The principal place of business and mailing address of this company shall be: 169 E. Flagler St. Suite # 1534 Miami Florida, 33131

ARTICLE III

The period of duration for the Company shall be perpetual

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this company are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might, do, viz:

- (1) Transact any and all lawful business.
- (2) Said Company shall further have powers:

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, whatever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal

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in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interests as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its company purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business carry on its operations, and have offices and exercise the powers granted by this act within or without this state:

To make donations for the public welfare or for charitable, scientific, or educational purposes:

To transact any and all lawful business, which the board of directors shall find will be in aid of governmental policy:

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary of convenient to affect its purposes;

ARTICLE V

The authorized capital of the Company shall be Five Hundred dollars (\$500) having an individual par value of \$ 1.00. Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this company.

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be:
Jose Nicenboim, 169 E. Flagler St. Suite #1534 Miami Florida, 33131

ARTICLE VII

This Company shall be managed by one or more managers and is therefor a manager-managed company. The initial manager of the Company shall be one, to hold office until their successor have been duly elected and qualified, or until their earlier resignation, removal from office or death.

The number of Managers may increase or decrease in accordance with the procedure stated in the by laws of the company.

The initial board of Managers:

Roberto Ramirez
169 E. Flagler st. – Suite 1534
Miami Florida, 33131

ARTICLE VIII

The name and address of the executing these Articles of Organization is:

Jose Nicenboim
169 E. Flagler St. Suite # 1534
Miami Florida, 33131

The undersigned have executed these Articles of Organization this **June 16th 2006**.

A handwritten signature in black ink, appearing to read 'Jose Nicenboim', is written over a horizontal line.

Jose Nicenboim

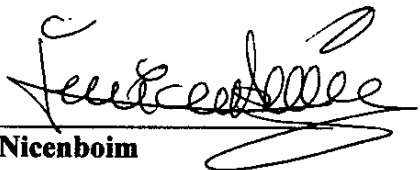
**Certificate of Designation
Registered Agent/ Registered office**

Pursuant to the provisions of Florida Statutes, the undersigned Company, organized under the laws of the State of Florida, Submits the following statement in designating the registered office/registered agent, in the State of Florida.

First that: INCA NE LLC

Desiring to organized under the laws of the State of Florida with its principal office, as indicated in the articles of organization has named **Jose Nicenboim located at 169 E. Flagler St. Suite # 1534 Miami Florida, 33131 Miami County of Dade, State of Florida,** as its agent to accept service of process within this state.

HAVING BEEN NAME AS REGISTERED AGENTS AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED COMPANY AT THE PLACE DESIGNATED IN THIS CERTIFICATE, WE HEREBY ACCPET THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. WE FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUES RELATING TO THE PROPER AND COMPLETS PERFORMANCE OF OUR DUTIES, AND WE ARE FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF OUR POSITION AS REGISTERED AGENTS.


**Jose Nicenboim
Registered Agent**