

MONTELLO & ASSOCIATES, P.A.

777 BRICKELL AVENUE
SUITE 1070
MIAMI, FLORIDA 33131

Telephone: (305) 373-0300
Facsimile: (305) 373-3739

FILED

2006 JUN 28 P 2:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 27, 2006

VIA FEDEX

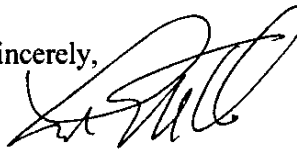
Secretary of State
Division of Corporations
Limited Liability Company Section
409 East Gaines Street
Tallahassee, Florida 32314

Re: TerraMia LLC (the "Company")

Ladies and Gentlemen:

Enclosed please find two original sets of the Company's Articles of Organization along with a check for \$125.00 representing the requisite filing fee. If you have any questions, please call us.

Sincerely,



Louis R. Montello

Enclosures

ARTICLES OF ORGANIZATION
OF
TERRAMIA LLC

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ARTICLE I
Name

The name of the limited liability company is TerraMia LLC (hereinafter called the "Company").

ARTICLE II
Duration

The existence of the Company shall be perpetual.

ARTICLE III
Principal Office

The mailing address and the street address of the principal office of the Company is 3069 Virginia Street, Unit 3069, Miami, Florida 33133.

ARTICLE IV
Initial Registered Office and Registered Agent

The street address of the Company's initial registered office in the State of Florida is 777 Brickell Avenue, Suite 1070, City of Miami, County of Miami-Dade, Florida 33131 and the name of its initial registered agent at such office is Louis R. Montello.

ARTICLE V
Management

The Company is to be managed by managers, who shall serve as managers until the first annual meeting of members or until their successors are elected and qualified. The Company's initial manager and his address is:

Joe L. Solis
3069 Virginia Street, Unit 3069
Miami, Florida 33133

ARTICLE VI
Indemnification

The Company shall indemnify and shall advance expenses on behalf of its members and managers to the fullest extent not prohibited by any law in existence either now or hereafter.

The undersigned, being one of the original members of the Company, hereby certifies that the foregoing constitutes the Articles of Organization of TerraMia LLC

Executed by the undersigned in Miami, Florida, this 27th day of June, 2006

TERRAMIA LLC

By: _____

Louis R. Montello, As Authorized
Representative for Joe L. Solis



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TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

The undersigned, having been named the Registered Agent of TerraMia LLC, hereby accepts such designation and is familiar with, and accepts, the obligations of such position.

June 27, 2006



Louis R. Montello,
Registered Agent