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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**FRAGA GROUP, L.L.C.**

Certificate of Status	0
Certified Copy	1
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ARTICLES OF ORGANIZATION  
OF  
FRAGA GROUP, L.L.C.  
A Florida Limited Liability Company

This Operating Agreement (this "Agreement") of FRAGA GROUP, L.L.C. is entered into by Fausto Fraga and Ivonne Fraga, as the initial members (each, a "Member" and collectively, the "Members"), and each other person who may be admitted as a member from time to time.

The Members hereby form a limited liability company pursuant to and in accordance with the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, (the "Act"), and hereby state as follows:

1. **Name.** The name of the limited liability company formed hereby is FRAGA GROUP, L.L.C. (the "Company").

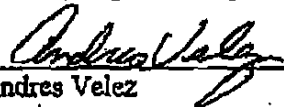
2. **Purpose.** The Company is formed for the object and purpose of engaging in any and all activities and businesses permitted under the laws of the United States and of the State of Florida.

3. **Principal Place of Business.** The Company's Principal Place of Business shall be located at 3295 S. US 1, Fort Pierce, FL. 34982.

The company may maintain such other offices as the Members may from time to time deem advisable. The Principal Place of Business of the Company may be changed from time to time by Members.

4. **Registered Agent.** The Company shall continuously maintain an agent in the State of Florida for service of process who is an individual residing in said state. The name and address of the initial registered agent shall be Andres Velez, P.A., 1826 S.E. Port St. Lucie Boulevard, Port St. Lucie, FL. 34952

ACCEPTANCE OF APPOINTMENT:

  
Andres Velez

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5. **Members.** The name and addresses of the initial members are as follows:

**Name:**

Fausto Fraga

Ivonne Fraga

**Address:**

2273 S.E. Heathwood Circle  
Port St. Lucie, FL. 34952

2273 S.E. Heathwood Circle  
Port St. Lucie, FL. 34952

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6. Powers. The business and affairs of the Company shall be managed by the Members. Except as otherwise specifically set forth in the Articles of Organization of the Company with respect to the binding authority of the special co-manager, the affirmative vote of the Member(s) holding a majority of all outstanding Company interests shall be necessary to bind the Company with respect to any action or agreement binding the Company. Upon receipt of the requisite vote, any Member shall have the power to do any and all acts necessary or convenient to or for the furtherance of the purposes described herein, including all powers, statutory or otherwise possessed by such Member under the laws of the State of Florida. Fausto Fraga and Ivonne Fraga are hereby authorized to execute and file the articles of organization of the Company with the Florida Secretary of State pursuant to the Act.

7. Dissolution. The Company shall dissolve and its affairs shall be wound up upon the first to occur of the following: (a) fifty (50) years from the effective date of the articles of organization of the Company; (b) the written consent of a majority of the Members, (c) the death, retirement, expulsion, bankruptcy of any of the initial Members or the occurrence of any other event which terminates the continued membership of any of the initial Members in the Company, or (d) the entry of a decree of judicial dissolution under the Act.

8. Capital Contributions. The initial members have contributed the following amounts, in cash, and no other property, to the Company, and shall have the following percentage interest in the company:

<u>NAME</u>	<u>CAPITAL</u>
Fausto Fraga	\$50,000.00
Ivonne Fraga	\$50,000.00

9. Additional Contributions. No Member is required to make any additional capital contribution to the Company.

10. Allocation of Profits and Losses. The Company's profits and losses shall be allocated in proportion to the capital contribution of the Members.

11. Distributions. Distributions shall be made to the Members at the times in the aggregate amounts determined by the Members. Such distributions shall be allocated among the Members in the same proportion as their then capital account balances.

12. Assignments. No Member may assign in whole or in part his/her/its limited liability company interest.

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13. Admission of Additional Members. One(1) or more additional members of the company may be admitted to the Company with the consent of a majority of the then existing Members.

14. Liability of Member (s). No Members shall have any liability for the obligations or liabilities of the Company except to the extent provided in the Act.

15. Governing Law. This Agreement shall be governed by, and construed under, the laws of the State of Florida, all rights and remedies being governed by said laws.

IN WITNESS WHEREOF, the undersigned, intending to be legally bound hereby, has duly executed this Limited Liability Company Operating Agreement as of May 31, 2006.

FRAGA GROUP, L.L.C.

By: Ivonne Fraga  
Ivonne Fraga

Native/Articles of Incorporation/FRAGA GROUP, LLC(WordP)5.2.06

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