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FLORIDA DEPARTMENT OF STATE Division of Corporations

January 3, 2007

PEDRO SUAREZ AMERICA PROPERTY MANAGEMENT, LLC 5404 24TH AVE. SOUTH TAMPA, FL 33619

SUBJECT: AMERICA PROPERTY MANAGEMENT, LLC

Ref. Number: W07000000265

We have received your document for AMERICA PROPERTY MANAGEMENT, LLC and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

There is a balance due of \$2.50.

Pursuant to section 608.409(2), F.S., the effective date must be specific, cannot be more than five business days prior to the date of filing or more than 90 days after the date of filing. Our office received your document on January 2, 2007. Please amend your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan Document Specialist

Letter Number: 907A00000309

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AMERICA PROPERTY MANAGEMENT, LLC 5404 24TH Ave. South Tampa, Fl 33619

December 21, 2006

Florida Department of State Registration Section Division of Corporation P.O. Box 6327 Tallahassee, FL 32314

Subject: AMERICA PROPERTY MANAGEMENT, LLC

Dear Gentlemen:

Enclosed please find the original and the copy of Articles of Organization, together with a check in the amount of \$125.00.

This represents the cost of the filing fees and fees for designation of Register Agent.

Truly yours,

AMERICA PROPERTY MANAGEMENT, LLC.

Pedro Suarez Member DIVISION OF CORPORATIONS

ARTICLES OF ORGANIZATION

FOR

AMERICA PROPERTY MANAGEMENT, LLC.

,

Article I. Name

The name of this Florida limited liability company is:

AMERICA PROPERTY MANAGEMENT, LLC.

The Corporation is being formed for engaging in any business activities permitted under applicable laws of the United States and the States of Florida.

Article II. Duration

The duration of the Company shall be perpetual unless the Company dissolves in accordance with the provisions of the Florida Law.

Article III. Address

The mailing address and the street address of the principal office of the Company is:

AMERICA PROPERTY MANAGEMENT, LLC 5404 24th Ave. South
Tampa, FI 33619

Article IV. Registered Agent

The name and address of the registered agent of the Company is:

NAME:

Jose S. Ramos

ADDRESS:

5404 24th Ave. South

CITY:

Tampa, Fl 33619

Article V. Percentage Interest: Membership Certificate

The profits and losses of the Company shall be allocated to the members in accordance with and in proportion to each member's Percentage Interest (which shall be equal to the number of Units owned by a member divided by the total number of Units owned by all of the members), unless otherwise provided in the Regulations of the Company. A member's interest in the Company may be evidenced by a Membership Certificate issued by the Company.

Article VI. Transferability of Member's Interest

No member shall have the right to assign the member's interest in the Company without the written agreement of a majority of the Units. If a majority of the Units do not approve the assignment, the assignee shall have no right to become a member, to participate in the management of the Company or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article VII. Management

The management of the Company is reserved to the members. The name and address of each member is:

Name: Pedro Suarez - Member Address: 5404 24th Ave. South

City: Tampa, Fl 33619

Name: Alvaro B. Portillo - Member

Address: 5404 24th Ave. South City: Tampa, Fl 33619

Name: Address: City: 07 JAN -2 AM 8: 02

Article VIII. Company Existence

The Company's existence shall begin effective as of December 24, 2006.

Signature of Member or Authorized Representative of a member

Pedro Suarez - Member

Date: December 21, 2006

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

LIMITED LIABILITY COMPANY:

AMERICA PROPERTY MANAGEMENT, LLC.

REGISTERED AGENT/OFFICE:

Jose S. Ramos 5404 24TH Ave. South Tampa, FL. 33619

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Jose S Ramos - Register Agent of

AMERICA PROPERTY MANAGEMENT, LLC.

Date: November 9, 2006

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