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FLORIDA/FOREIGN LIMITED LIABILITY CO.

BERTI CAPITAL GROUP, LLC

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**ARTICLES OF ORGANIZATION
OF
BERTI CAPITAL GROUP, LLC**

The Articles of Organization of a Limited Liability Company under Florida Statutes Chapter 608 are made and entered into as of the 15th day of January, 2007.

ARTICLE I

NAME: The name of the limited liability company is:
BERTI CAPITAL GROUP, LLC

ARTICLE II

ADDRESS: The address of the company's principal office shall be:

6662 S.W. 166TH COURT
MIAMI, FLORIDA 33193

ARTICLE III

PURPOSE: In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

ANY AND ALL LAWFUL BUSINESS

ARTICLE IV

DURATION: The company shall be perpetual from the date hereof, unless earlier terminated in accordance with Florida Statutes Chapter 608 or as provided in the Operating Agreement adopted by the members.

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ARTICLE V

REGISTERED AGENT AND ADDRESS: The name and address of the registered agent are:

ELIA J. BERTI UNCEIN
6662 SW 166TH COURT
MIAMI, FLORIDA 33193

ARTICLE VI

MEMBERSHIP RESTRICTIONS: The members shall have the right to admit new members, according to the provisions set out in the Operating Agreement. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

ARTICLE VII

CONTINUATION: Upon occurrence of an event listed Florida Statute 608.407 (1) (f), the then existing and non bankrupt members may continue the business of the company, if all agree to do so.

ARTICLE VIII

MANAGEMENT: The company shall be managed by its designated manager until the first annual meeting of the members or until a successor is elected and qualifies. The designated manager name and address is as follows

ELIA J. BERTI UNCEIN
6662 SW 166TH COURT
MIAMI, FLORIDA 33193

ARTICLE IX

POWERS: All limited liability company powers shall be exercised by or under the authority of, and the business affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company, subject to the provisions set out in the Operating Agreement.

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ARTICLE X

CAPITAL CONTRIBUTION: Capital contributions, as determined by the members as set out in the Operating Agreement, will be made as required for investment purposes.

ARTICLE XI

REGULATIONS: The members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulations and management of the affairs of the company.

ARTICLE XII

TRANSFERABILITY: No member may transfer his, her or its interest in the company without the consent of the other members.

ARTICLE XIII

ARBITRATION: Dispute among members shall be settled by arbitration in Miami, Florida, pursuant to the rules and procedures of the American Arbitration Association.

The undersigned, being the initial subscribers of these Articles of Organization, for the purpose of forming a limited liability company, do make, subscribe, acknowledge, and file these Articles of Organization hereby declaring and certifying that the articles herein stated are correct.


ENRINA BERTI


ENRINA BERTI

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507,
FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY
SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, THE STATE OF FLORIDA.

1. The name of the limited liability company is:

BERTI CAPITAL GROUP, LLC

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

ELIA J. BERTI UNCEIN
6652 SW 166TH COURT
MIAMI, FLORIDA 33193

Having been named as registered agent and to accept services
of process for the above stated limited liability company 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.

Dated as of this 15th day of January, 2007.

Signed by:


ELIA J. BERTI UNCEIN
REGISTERED AGENT

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