

FEB-21-2007 (WED)

14:17

CARLTON FIELDS

P. 001/004

Division of Corporations

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

INSTITUTO SAN JOAQUIN DE FLORES USA, LLC

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ARTICLES OF ORGANIZATION
OF
INSTITUTO SAN JOAQUIN DE FLORES USA, LLC

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The undersigned hereby forms and organizes a limited liability company pursuant to Section 608.407 of the Florida Limited Liability Company Act (the "Act") and adopts the following Articles of Organization of INSTITUTO SAN JOAQUIN DE FLORES USA, LLC (the "Company"):

ARTICLE ONE

NAME

The name of the limited liability company is: INSTITUTO SAN JOAQUIN DE FLORES USA, LLC.

ARTICLE TWO

ADDRESS

The street address and the mailing address of the Company is: 5504 Sunset Landing Circle, St. Augustine, FL 32080.

ARTICLE THREE

INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company is: CFRA, LLC, Corporate Center Three at International Plaza, 4221 W. Boy Scout Boulevard, 10th Floor, Tampa, Florida 33607-5736.

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ARTICLE FOUR

MANAGEMENT

The Company will be a manager-managed company.

IN WITNESS WHEREOF, these Articles of Organization have been executed by a member of the Company as of the 21 day of February, 2007.


Joan Solomon, Member

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been designated as registered agent for INSTITUTO SAN JOAQUIN DE FLORES USA, LLC, a Florida limited liability company, in the foregoing Articles of Organization, on behalf of CFRA, LLC, a Florida limited liability company, I, ANDREW J. MARKUS, hereby agree to accept service of process for INSTITUTO SAN JOAQUIN DE FLORES USA, LLC ("CFRA") and to comply with all statutes relative to the complete and proper performance of the duties of a registered agent. CFRA is familiar with and accepts the obligations of said position.

CFRA, LLC:

By: 

Andrew J. Markus,
Authorized Representative

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