

Division of Corporations

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From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (561)694-8107  
Fax Number : (561)694-1639

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

GUADAMONTE GESTION, LLC

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# ARTICLES OF ORGANIZATION

## Article I. Name

The name of this Florida limited liability company is:  
GUADAMONTE GESTION, LLC

## Article II. Address

The street and mailing address of the Company's initial principal office is:  
GUADAMONTE GESTION, LLC  
600 Treasure Cay Drive, Apt 202  
Fort Pierce FL 34947

## Article III. Registered Agent

The name and street address of the Company's registered agent is:  
Luis Agramunt  
600 Treasure Cay Drive, Apt 202  
Fort Pierce FL 34947

## Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, 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.

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

This will be a member-managed company. The name and address of each member is:

FRANCISCO I. MARTIN PEDRERO  
600 Treasure Cay Drive, Apt 202  
Fort Pierce FL 34947  
DANUTA W. DMOCIIOWSKA  
600 Treasure Cay Drive, Apt 202  
Fort Pierce FL 34947

Article VII. Company Existence

The Company's existence shall begin effective as of March 23, 2007.

The undersigned authorized representative of a member executed these Articles of Organization on March 26, 2007.


M. Allen  
LUIS AGRAMUNT  
By M. Allen as attorney in fact.

**STATEMENT OF REGISTERED AGENT**

**LIMITED LIABILITY COMPANY:**  
**GUADAMONTE GESTION, LLC**

**REGISTERED AGENT/OFFICE:**  
**Luis Agramunt**  
**600 Treasure Cay Drive, Apt 202**  
**Fort Pierce FL 34947**

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. 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.

  
\_\_\_\_\_  
LUIS AGRAMUNT  
By M. Allen as attorney in fact.  
Date: March 23, 2007.