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**ARTICLES OF ORGANIZATION  
OF  
EUROCHANNEL USA, LLC**

These Articles of Organization are hereby adopted and executed by the undersigned authorized representative of a member to form Eurochannel USA, LLC (the "Company") as a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as follows:

**ARTICLE I. NAME**

The name of this limited liability company is: Eurochannel USA, LLC.

**ARTICLE II. PRINCIPAL OFFICE**

The street and mailing address of the principal office of the Company is: 235 Lincoln Road, Suite 206, Miami Beach FL 33139.


**ARTICLE III. REGISTERED OFFICE AND REGISTERED AGENT**

The name and street address of the registered office and registered agent of the Company for service of process in the state are: CorpWiz Registered Agents, Inc., 8750 N.W. 36 Street, Suite 220, Miami, Florida 33178.

**ARTICLE IV. MANAGEMENT**

The Company is to be manager-managed. The name of the initial manager is: Gustavo Vainstein.

The undersigned authorized representative of a member executed these Articles of Organization on April 11, 2007.

  
Timothy J. Wildman  
Authorized Representative

*Having been named as registered agent and to accept service 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 as provided for in Chapter 608, Florida Statutes.*

  
CorpWiz Registered Agents, Inc.  
By: Doris Frech, Vice President

04-11-07  
Date

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