

L07000066232

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(Business Entity Name)

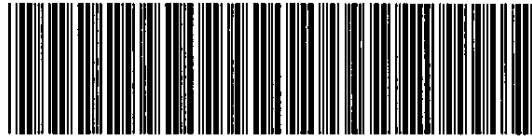
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DEPT. OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED

07 JUN 25 PM 3:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 965710 7494562

AUTHORIZATION :

COST LIMIT : \$ 155.00

FILED
07 JUN 25 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : June 25, 2007

ORDER TIME : 11:45 AM

ORDER NO. : 965710-005

CUSTOMER NO: 7494562

DOMESTIC FILING

NAME: EQUIPOS Y HERRAMIENTAS DE LA
COSTA USA, LLC

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake - EXT. 2959

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
EQUIPOS Y HERRAMIENTAS DE LA COSTA USA, LLC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
Name**

The name of the Limited Liability Company is **Equipos y Herramientas de la Costa USA, LLC** (the "Company").

**ARTICLE II
Address**

The mailing address and street address of the principal office of the Company is 1172 South Dixie Highway, Suite 342, Coral Gables, Florida 33146.

**ARTICLE III
Registered Agent**

The name of the Company's registered agent in the State of Florida is Marcus G. Bodet, and the address of the Company's registered office is 800 Douglas Road, Suite 105, Coral Gables, Florida, 33134.

**ARTICLE IV
Duration**

The period of duration for the Company shall be perpetual.

**ARTICLE V
Management**

The Company is to be a manager-managed company and the name and address of the initial Manager is:

Alex Jiménez Rueda
1172 South Dixie Highway
Suite 342
Coral Gables, Florida 33146


ARTICLE VI
Admission of Additional Members

Members shall have the right to admit additional members as provided by the Company's Operating Agreement or, if no Operating Agreement exists, then as provided by the Florida Limited Liability Company Act by a vote of a majority-in-interest of the members.

ARTICLE VII
Members' Rights to Continue Business

The death, retirement, resignation, expulsion, dissolution, bankruptcy, dissociation or withdrawal of any member, or the occurrence of any other event that terminates the continued membership of any member shall not cause the Company to be dissolved or its affairs to be wound-up, and upon the occurrence of any such event, the Company shall be continued without dissolution and without any affirmative action or requirement on the part of the members.

AUTHORIZED REPRESENTATIVE:



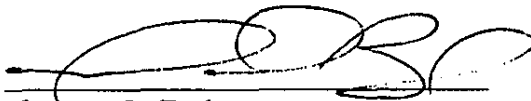
Marcus G. Bodet

**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.407 OR 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: **Equipos y Herramientas de la Costa USA, LLC**
2. The name and address of the registered agent and office is: Marcus G. Bodet, 800 Douglas Road, Suite 105, Coral Gables, Florida 33134.

Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated by 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 the obligations of my position as a registered agent.



Marcus G. Bodet