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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**RIDESA INTERNATIONAL, LLC**

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**ARTICLES OF ORGANIZATION**

**OF**

**RIDESA INTERNATIONAL, LLC**

The Articles of Organization of a Limited Liability Company under Florida Statutes Chapter 608 are made and entered into as of the 28th day of August, 2007.

**ARTICLE I**

**NAME:** The name of the limited liability company is:

**RIDESA INTERNATIONAL, LLC**

**ARTICLE II**

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

**19221 N.E. 10TH AVENUE  
APT #320  
NORTH MIAMI BEACH, FLORIDA 33179**

**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:

**OLGA I. DE SALES DUCLOS  
19221 N.E. 10TH AVENUE  
APT #320  
NORTH MIAMI BEACH, FLORIDA 33179**

**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 in Florida Statute 608.407 (1) (f), the then existing and/or 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

**RICARDO A. DE SALES DUCLOS  
19221 N.E. 10TH AVENUE  
APT #320  
NORTH MIAMI BEACH, FLORIDA 33179**

**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.

  
RICARDO A. DE SALES DUCLOS

  
OLGA I. DE SALES DUCLOS

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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:

**RIDESA INTERNATIONAL, LLC**

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

**OLGA I. DE SALES DUCLOS  
19221 N.E. 10TH AVENUE APT #320  
NORTH MIAMI BEACH, FLORIDA 33179**

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 28th day of August, 2007

Signed by:

*Olga De Sales*  
**OLGA I. DE SALES DUCLOS  
REGISTERED AGENT**

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