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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 257261 5030952

AUTHORIZATION :

[Handwritten signature]

COST LIMIT : \$ 125.00

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ORDER DATE : October 3, 2007

ORDER TIME : 3:49 PM

ORDER NO. : 257261-005

CUSTOMER NO: 5030952

DOMESTIC FILING

NAME: SHEFAOR BRAZIL, L.L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Troy Todd - EXT. 2940

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
FOR
SHEFAOR BRAZIL, L.L.C.**

ARTICLE I.

Name

The name of the limited liability company (the "Company") is:

SHEFAOR BRAZIL, L.L.C.

ARTICLE II.

Mailing and Street Address

The mailing address and street address of the Company is 18851 N.E. 29th Avenue, Suite 1011, Aventura, Florida 33180.

ARTICLE III.

Registered Agent

The name and street address of the initial registered agent of the Company for service of process in the State of Florida is EISINGER, BROWN, LEWIS & FRANKEL, P.A., 4000 Hollywood Boulevard, Suite 265 South, Hollywood, Florida 33021.

ARTICLE IV.

Management

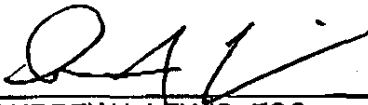
The Company shall be a manager-managed Company. The names and mailing addresses of the initial manager of the Company is as follows: JACQUES CLAUDIO STIVELMAN, 18851 N.E. 29th Avenue, Suite 1011, Aventura, Florida 33180.

ARTICLE V.

Subscriber

The name and address of the person executing these Articles of Organization as an authorized representative of a Member of the Company, is ANDREW I. LEWIS, ESQ., 4000 Hollywood Boulevard, Suite 265 South, Hollywood, Florida 33021. Said person shall not be liable, in any form or fashion, for any acts or omissions of the Company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 3rd day of October, 2007.



ANDREW I. LEWIS, ESQ.

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ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED COMPANY, AT THE PLACE DESIGNATED IN ARTICLE III OF THESE ARTICLES OF ORGANIZATION, THE UNDERSIGNED HEREBY ACKNOWLEDGES THAT IT IS FAMILIAR WITH, AND ACCEPTS, THE OBLIGATIONS OF THAT POSITION, AND FURTHER AGREES TO ACT IN THIS CAPACITY, AND TO COMPLY WITH THE COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 3RD DAY OF OCTOBER, 2007.

EISINGER, BROWN, LEWIS & FRANKEL, P.A., a
Florida professional service corporation

By: 
ANDREW I. LEWIS, Director