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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**WALTON MYERS USA, LLC.**

Certificate of Status	0
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**ARTICLES OF ORGANIZATION  
OF  
WALTON MYERS USA, LLC.**

The undersigned manager hereby forms a limited liability company under the laws of the State of Florida:

**ARTICLE I**

The name of the Limited Liability Company is:

**WALTON MYERS USA, LLC.**

**ARTICLE II**

The Term of existence of the Limited Liability Company shall be perpetual. The mailing address and the street address of the principal office of the Limited Liability Company is:

**2131 SW 25 STREET  
MIAMI, FL 33133**

Prepared By: **GONZALO BRITO  
2131 SW 25<sup>TH</sup> STREET  
Miami, Florida 33133  
TEL: 786-253-6700**

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**ARTICLE III**

The name and the Florida street address of the registered agent are:

GONZALO BRITO  
2131 SW 25<sup>TH</sup> STREET  
MIAMI, FL 33133

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, F.S.

  
GONZALO BRITO, REGISTERED AGENT.

**ARTICLE IV**

The Limited Liability Company shall be managed by managers. The name of the initial manager is set forth below. The initial manager shall serve as the manager until the first annual meeting of members or until its successor is elected and qualified.

PETER BENITEZ  
11750 SW 24<sup>th</sup> Street  
Miami, FL 33175

MANAGER/MEMBER

OSCAR V. DA GRACA DE BRITO  
2131 SW 25<sup>TH</sup> STREET  
MIAMI, FL 33133

MANAGER/MEMBER

RAUL MARTINEZ  
9815 SW 114 Street  
MIAMI, FL 33176

MEMBER

GONZALO BRITO  
2131 SW 25<sup>TH</sup> STREET  
MIAMI, FL 33133

MEMBER

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PEDRO BENITEZ JR.  
11750 SW 24 Street  
Miami, Fl 33175

MEMBER

IN WITNESS WHEREOF, the undersigned manager has executed the foregoing Articles of Organization as of the 7<sup>th</sup> day of December, 2007.

  
OSCAR V. DA GRAÇA DE BRITO

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