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To:

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Fax Number : (850) 617-6383

From:

Account Name : ARAZOZA, COMAS, DE TORRES & FERNANDEZ-FRAGA, P.A.
Account Number : 076624003440
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Fax Number : (305) 442-4829

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

SANTANERA ENTERTAINMENT GROUP LLC.

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ARTICLES OF ORGANIZATION

OF

SANTANERA ENTERTAINMENT GROUP LLC.

The undersigned members to these Articles of Organization hereby associate themselves together to form a Limited Liability Company under the laws of the State of Florida.

ARTICLE I
NAME

The name of this Limited Liability Company is: SANTANERA ENTERTAINMENT GROUP LLC.

ARTICLE II
GENERAL NATURE OF BUSINESS

The Limited Liability Company may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III
TERM OF EXISTENCE

This Limited Liability Company is to exist perpetually. The Limited Liability Company's business will continue without regard to the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

ARTICLE IV
ADDRESS

The principal office and mailing address of this Limited Liability Company in the State of Florida is 430 LINCOLN RD, MIAMI BEACH, FL 33139. The Board of Managers may from time to time move the principal office to another address in Florida.

ARTICLE V
REGISTERED OFFICE, REGISTERED AGENT

That SANTANERA ENTERTAINMENT GROUP LLC, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at the County of Miami-Dade, State of Florida, hereby designates, as its Registered Agent to accept services within the State. The registered office of the Limited Liability Company shall be CARLOS TELLEZ BORTONI of 430 LINCOLN RD, MIAMI BEACH, FL 33139.

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ARTICLE VI
MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager - managed company. The Initial Managers of the Company shall be:

CARLOS TELLEZ BORTONI of
430 LINCOLN RD, MIAMI BEACH, FL 33139

22nd WITNESS the hand and seal of the Manager in Miami-Dade County, State of Florida, this
day of January, 2008.



CARLOS TELLEZ BORTONI
Manager

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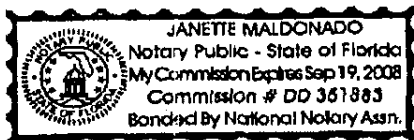
STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

PERSONALLY appeared before me, CARLOS TELLEZ BORTONI, the Manager of SANTANERA ENTERTAINMENT GROUP LLC., for and on behalf of the Company, who produced T424 107 70 1010 DL as identification, or is personally known to me, who being by me first duly sworn, acknowledge that he signed the same for the purposes therein expressed.

WITNESS my hand and seal at Miami-Dade County, Florida this 22 day of January, 2008.


NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My commission expires:



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In compliance with Section 48.091, Florida statutes, the following is submitted:

FIRST: That SANTANERA ENTERTAINMENT GROUP LLC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the County of Miami-Dade, State of Florida, designates CARLOS TELLEZ BORTONI, as its Registered Agent to accept services within the State. The registered office of the Limited Liability Company shall be LINCOLN RD, MIAMI BEACH, FL 33139.

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

The Registered Agent


CARLOS TELLEZ BORTONI
Date: January, 22 2008

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