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FLORIDA/FOREIGN LIMITED LIABILITY CO.

TEXSOUTH USA, L.L.C.

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**ARTICLES OF ORGANIZATION
OF
TEXSOUTH USA, L.L.C.**

THE UNDERSIGNED, as a member or an authorized representative of a member of the Company, pursuant to Chapter 608, Florida Statutes, files the following Articles of Organization establishing a Florida Limited Liability Company named **TEXSOUTH USA, L.L.C.**

ARTICLE I

The name of the Limited Liability Company is:

TEXSOUTH USA, L.L.C.

ARTICLE II

The mailing address and the street address of the principal office of the Limited Liability Company is:

**18459 PINES BLVD SUITE # 245
PEMBROKE PINES FL 33029**

ARTICLE III

This Limited Liability Company is organized to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

Transact any and all lawful business in the United States and abroad.

ARTICLE IV

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE V

The Limited Liability Company shall be managed by one or more managers and is therefore a manager-managed company. The initial members of the Company shall be three (3) to hold office until their successor (s) have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Managers may increase or decrease in accordance with the procedure stated in the By-Laws of the Company.

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The name and address of the Managing Members are:

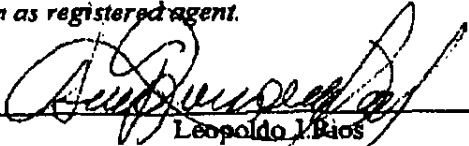
GERD RIERA, 18459 PINES BLVD. SUITE 245 PEMBROKE PINES FL 33029.
YOVANNA GUILLEN, 18459 PINES BLVD. SUITE 245 PEMBROKE PINES FL 33029
GEORGE DIENEMANN, 18459 PINES BLVD. SUITE 245 PEMBROKE PINES FL 33029

ARTICLE VI

The name and Florida street address of the Limited Liability Company's registered agent are:

LEOPOLDO J. RIOS
CPC Accounting Services
11904 MIRAMAR PKWY.
MIRAMAR FL 33025

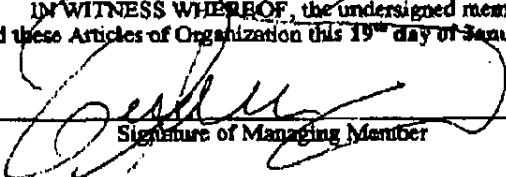
Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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.



Leopoldo J. Rios

Date: January 19th 2008

IN WITNESS WHEREOF, the undersigned member or authorized representative of a member has signed these Articles of Organization this 19th day of January 2008



Signature of Managing Member

George Dienemann

Signature of Member or Authorized Representative of a Member

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