

Division of Corporations

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Division of Corporations
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Rue de Passy, LLC

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**ARTICLES OF ORGANIZATION
OF
RUE DE PASSY, LLC**

1. The name of the limited liability company is Rue de Passy, LLC.
2. The mailing and street address of the principal office of the limited liability company is:

Calle 91 N° 8-29, Torre 2
Apto 601
Bogota, Colombia

3. The name and street address of the initial registered agent of the limited liability company are:

Efraim R. Gutierrez, P.A.
Gables One Tower, Penthouse 1275
1320 South Dixie Highway
Coral Gables, Florida 33146

4. The limited liability company shall be managed by its members. The name and address of the initial Managing Member of the limited liability company are:

Roland Geldwerth
Calle 91 N° 8-29, Torre 2
Apto 601
Bogota, Colombia

Dated: as of March 20, 2008.


Efraim R. Gutierrez, Authorized Representative

**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

The undersigned, as President and on behalf of Efraim R. Gutierrez, P.A., a Florida professional corporation (the "Corporation"), which has been designated in the foregoing Articles of Organization as registered agent for Rue de Passy, LLC, a Florida limited liability company, hereby agrees that the Corporation will accept service of process for and on behalf of Rue de Passy, LLC, and the Corporation will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited liability company.

Dated: as of March 20, 2008.

Efraim R. Gutierrez, P.A., a Florida professional
corporation, as Registered Agent

By: 

Efraim R. Gutierrez, President

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