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ATL Acquisition LLC

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EXAMINER

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**ARTICLES OF ORGANIZATION
OF
ATL ACQUISITION LLC
a Florida limited liability company**

The undersigned, in forming a Florida limited liability company ("Company") under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopt the following Articles of Organization for such Company:

**ARTICLE I
NAME**

The name of the Company is ATL Acquisition LLC.

**ARTICLE II
ADDRESS**

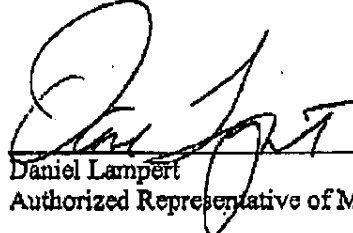
The street address of the principal office of the Company is 9350 S.W. 98th Street, Miami, Florida 33176. The mailing address of the Company is 1353 Road 19, #610, Guaynabo, Puerto Rico 00966.

**ARTICLE III
INITIAL REGISTERED AGENT AND REGISTERED OFFICE**

The name and street address of the initial Registered Agent of the Company for service of process in the State of Florida is BSPA Corporate Services, Inc., 350 East Las Olas Boulevard, Suite 1000, Fort Lauderdale, Florida 33301.

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Date: January 12, 2009

By: 

Daniel Lampert

Authorized Representative of Member

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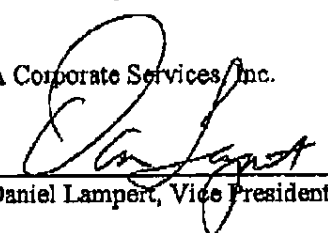
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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned hereby accepts the appointment as the initial Registered Agent of ATL Acquisition LLC, as made in the foregoing Articles of Organization and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as the initial Registered Agent of ATL Acquisition LLC.

BSPA Corporate Services, Inc.

Dated: January 12, 2009

By: 

Daniel Lampert, Vice President

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