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From:  
Account Name : SANTOS RIVERA  
Account Number : I20000000169  
Phone : (407) 380-5353  
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

P & I USA GROUP, LLC.

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March 3, 2009

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

SANTOS RIVERA

SUBJECT: P & I USA GROUP, LLC  
REF: W09000009830

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

There can be only one Registered Agent, please change document and resubmit.,

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Marsha Thomas  
Regulatory Specialist II

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**ARTICLES OF ORGANIZATION OF  
P & I USA GROUP, LLC**

**A Florida Limited Liability Company**

THE UNDERSIGNED, an authorized representative for the purpose of organizing a limited liability company under the Florida Limited Liability Company Act, Chapter 608, and Florida Statutes hereby adopts the following Articles of Organization.

**ARTICLE I  
NAME**

The name of the limited liability company (the "company") shall be:

**P & I USA GROUP, LLC**

**ARTICLE II  
PURPOSE**

The purpose is to engage in all lawful activity with emphasis in personal management and related services.

**ARTICLE III  
PLACE OF BUSINESS IN THE STATE**

The mailing address and principal place of business of the company in the State of Florida shall be:

**Mailing:**

7901 Kings Pointe Pkwy.  
Suite 03  
Orlando, FL 32819

**Business address:**

7901 Kings Pointe Pkwy.  
Suite 03  
Orlando, FL 32819

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TALLAHASSEE, FLORIDA

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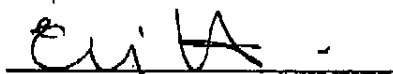
**ARTICLE IV  
INITIAL REGISTERED OFFICE AND  
REGISTERED AGENT**

The address of the initial registered agents and the initial registered office of the company are: Elizabeth Humpierres, 13482 Falcon Pointe Dr., Orlando, FL 32837.

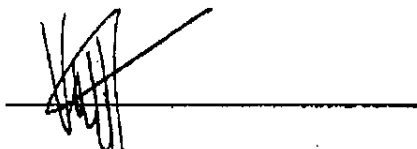
**ARTICLE V  
TRANSFERABILITY OF MEMBER'S INTEREST**

A member's interest in the company shall not be transferred unless the transfer is made pursuant to the provisions of the Operating Agreement or if no Operating Agreement or other member resolution is then in effect upon the consent of all members.

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization this 6<sup>th</sup> day of February 2009.



By: Elizabeth Humpierres, Member

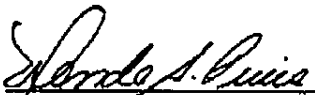


Veronica Caamano, Member

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared Elizabeth Humpierres and Veronica Caamano and acknowledged that they executed the foregoing document.

WITNESS my hand and official seal this 6<sup>th</sup> day of February 2009.



Notary Public - State of Florida  
COMM. #  
My commission expires:



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TALLAHASSEE, FLORIDA

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CERTIFICATE OF REGISTERED AGENT

OF

P & I USA GROUP, LLC.

A Florida Limited Liability Company

Pursuant to Chapter 608 of the Florida Statutes, the following is submitted,  
In compliance with said Act:

That P & I USA 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 city of Orlando, County of Orange, State of Florida, has  
named Elizabeth Humpierres of 13482 Falcon Pointe Dr., Orlando, Florida  
32837, as its agent to accept service of process with this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated  
corporation, at place designated in this Certificate, the undersigned hereby  
agrees to act in this capacity and agrees to comply with the provision of said Act  
relative to keeping open said office.

Dated this 6<sup>th</sup> day of February 2009.

By: Elizabeth Humpierres

Elizabeth Humpierres

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