

09/16/2009 13:07 FAX 305 779 3561

Division of Corporations

AVILA, RODRIGUEZ, P

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From:

Angelica M. Chiren, Paralegal
Account Name : AVILA RODRIGUEZ HERNANDEZ MENA & FERRI LLC
Account Number : 120070000136
Phone : (305) 779-3564
Fax Number : (305) 779-3561

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September 16, 2009

AVILA RODRIGUEZ HERNANDEZ MENA & FERRI LLP

SUBJECT: AMERICAN INFRASTRUCTURE, LLC
REF: W09000041372

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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.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6984.

70: Deborah Bruce

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**ARTICLES OF ORGANIZATION
OF
USA INFRASTRUCTURE, LLC**

The undersigned, being a duly authorized representative of the members, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I
NAME**

The name of the limited liability company is USA INFRASTRUCTURE, LLC (the "Company").

**ARTICLE II
ADDRESS**

The principal office address of the Company is:

520 South Magnolia Avenue
Orlando, Florida 32801

The mailing address of the Company is:

520 South Magnolia Avenue
Orlando, Florida 32801

**ARTICLE III
REGISTERED AGENT AND OFFICE**

The name and the Florida street address of the registered agent are:

Interamerican Corporate Services LLC
2525 Ponce de Leon Blvd., Suite 1225
Coral Gables, Florida 33134

**ARTICLE IV
OPERATING AGREEMENT**

The power to adopt, alter, amend, or repeal an operating agreement for the Company shall be vested in the Members of the Company.

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ARTICLE V
MANAGEMENT

The Company shall be conducted, carried on, and managed by at least six (6) Managers. The Managers shall also have the rights and responsibilities described in the Operating Agreement of the Company, if applicable. The Managers shall serve in such capacity until their successors are duly elected and qualified.

The names and addresses of the initial Managers are as follows:

<u>Title:</u>	<u>Name and Address:</u>
Manager	Raymond R. Bradick 520 Magnolia Avenue Orlando, Florida 32801
Manager	Kevin E. Knudsen 520 Magnolia Avenue Orlando, Florida 32801
Manager	Don Hammack 520 Magnolia Avenue Orlando, Florida 32801
Manager	Humberto Hermida 7135 S.W. 69 th Court Miami, Florida 33143
Manager	Manuel Garcia Avila 7135 S.W. 69 th Court Miami, Florida 33143
Manager	Florentino P. Diaz 7135 S.W. 69 th Court Miami, Florida 33143

ARTICLE VI
DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, if applicable or (ii) by the written agreement of a majority of ownership interest if the Company.

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ARTICLE VII
PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VIII
ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of a majority of the ownership interest of the Company, upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company, if applicable.

IN WITNESS WHEREOF, the undersigned hereby executes these Articles of Organization as of the 15th day of September, 2009.



Gabriel Caballero
Duly Authorized Representative of the Members

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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for USA INFRASTRUCTURE, LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that the undersigned is familiar with, and accepts, the obligations of such position on this 15th day of September, 2009.

INTERAMERICAN CORPORATE SERVICES LLC

By: _____

Asnardo Garro, Manager

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