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FLORIDA LIMITED LIABILITY CO.
CORPORACION G & D, C.A., LLC

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EXAMINER

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ARTICLES OF ORGANIZATION
OF
CORPORACION G & D, C.A., LLC
A FLORIDA LIMITED LIABILITY COMPANY

The undersigned, acting as organizer and as a Member or authorized representative of a Member of CORPORACION G & D, C.A., LLC under Section 608.407 of the Florida Limited Liability Company Act, hereby adopts the following articles of Organizations:

ARTICLE I.

NAME

The name of this limited liability company (the "Company") is CORPORACION G & D, C.A., LLC.

ARTICLE II.

ADDRESS

The mailing and street address of the principal office of the Company shall be:
8260 W. Flagler Street. Ste 2-C Miami FL. 33144

ARTICLE III.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the Company's registered office shall be 8260 W. Flagler Street Ste 2-C Miami. FL. 33144 and the registered agent for the Company at that address shall be Graciliano Arrieta.

ARTICLE IV.

DURATION

Except as provided in the Company's Operating agreement and Regulations (the "Operating agreement"), the duration of the Company shall be perpetual.

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ARTICLE V.

PURPOSE AND POWER

This Company is organized with a general purpose, has all powers provided by law and may use those powers to engage in any activities or business permitted under the laws of the United States, the state of Florida or otherwise.

ARTICLE VI.

ORGANIZER

The name and street address of the organizer to these articles of Organization is:

Name

Address

GRACILIANO ARRIETA

8260 W. Flagler St. Ste 2-C Miami FL. 33144

ARTICLE VII.

MANAGEMENT

The Company shall be managed by Manager (the "Manager") as further provided in the Operating Agreement. The name and address of the manager is:

GRACILIANO ARRIETA 8260 W. Flagler St. Ste 2-C Miami. FL. 33144


Member signature:

ARTICLE VIII.

ADMISSION OF NEW MEMBERS; TRANSFER OF UNITS

The Company may admit new Members upon the approval of the Managers, provided the proposed Members assent to the terms of, and execute the Operating agreement. A member may transfer his or her membership units (each, a "Unit") only in accordance with the terms and subject to the conditions contained in the Operating agreement

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ARTICLE IX

DISSOLUTION

Pursuant to Florida statutes 608.441 ©, the Company's business shall continue as provided in the Operating agreement notwithstanding the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or upon the occurrence of any other event that terminates the continued membership of a Member in the Company.

ARTICLE X.

LIMITATION ON AGENCY AUTHORITY TO MEMBERS

Except as specifically authorized by the Managers, no Member of the company is an agent of the Company or has the authority to make any contracts, enter into any transactions, or otherwise make any commitments on behalf of the Company.

ARTICLE XI.

AMENDMENT OF ARTICLES OF ORGANIZATION AND OPERATING AGREEMENT.

Except as otherwise provided in the Operating Agreement, the Articles of Organization and the Operating Agreement may only be amended by both (a) a vote of the Members who own at least a majority of the outstanding Units, and (b) unanimous written approval of the Managers.

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ARTICLE XII

RELATIONSHIP OF ARTICLES OF ORGANIZATION TO OPERATING AGREEMENT

If any provision of these articles of Organization differs or otherwise conflicts with any provision of the Operating Agreement, then, to the extent allowed by applicable law, the Operating agreement shall govern.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/OFFICE OF CORPORACION G & D, C.A., LLC

PURSUANT TO THE PROVISIONS OF SECTIONS 608.407 AND 608.415 FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: CORPORACION G & D, C.A., LLC
2. The name and address of the registered agent and office is: GRACILIANO ARRIETA 8260 W. Flagler St. Ste 2-C Miami, Fl. 33144.

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.


GRACILIANO ARRIETA