

LAW OFFICES
EDUARDO ARANGO, P.A.
A PROFESSIONAL ASSOCIATION

1313 PONCE DE LEON BOULEVARD
SUITE 301
CORAL GABLES, FLORIDA 33134

April 24, 1995

TELEPHONE: (305) 441-0770
FAX: (305) 443-6023

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-04/28/95--01024--007
***337.50 ***337.50

Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida

Re: Betica Brothers, Limited Company

Gentlemen:

With reference to the above captioned, enclosed please find:

a) Two (2) counterparts of the Articles of Organization of Betica Brothers, Limited Company.

b) Our check for \$337.50 to cover your fees.

Please return to us a certified copy of the Articles showing the recording information.

Sincerely yours,

EDUARDO ARANGO

EA:ab
Encls.

FILED
95 MAY 19 PM 3:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

611
W95-9350

MAY 3 1995 BSB



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 3, 1995

EDUARDO ARANGO, P.A.
1313 PONCE DE LEON BLVD.
SUITE 301
CORAL GABLES, FL 33134

SUBJECT: BETICA BROTHERS, LIMITED COMPANY
Ref. Number: W95000009350

We have received your document for BETICA BROTHERS, LIMITED COMPANY and check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent must sign accepting the designation.

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 (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 095A00021412

ARTICLES OF ORGANIZATION
OF
BETICA BROTHERS, LIMITED COMPANY

FILED
95 MAY 19 PM 3:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber, for the purpose of forming a limited liability company under the laws of the State of Florida, adopt the following Articles of Organization.

ARTICLE I

NAME

The name of this limited liability company is:

BETICA BROTHERS, LIMITED COMPANY

ARTICLE II

NATURE OF BUSINESS

This limited liability company is organized for the purposes of engaging in any and all lawful business permitted under the laws of the United States of America for which limited liability companies may be incorporated under the Limited Liability Company Act, as amended.

Among other, this limited liability company shall have full power and lawful authority to purchase, take, receive, lease, or otherwise acquire, own, hold, improve, or use, or otherwise deal in or with, real or personal property, or an interest in real or personal property, whenever situated; to import and export, issue, execute, assign, and endorse notes, mortgages, bonds and all other negotiable papers; to hold, buy and sell stock of other corporations;

to secure any indebtedness due to it in the same manner common to natural persons. It shall have the full power to loan money and to secure the payment thereof by accepting mortgages, personal endorsements in assignments or personal property or other security. It may enter into contracts or sub-contracting; it shall have the power to do all types of work related to the construction industry. It may elect or appoint managers and agents of the company, define their duties, and fix their compensation. It may make and alter its regulations, not inconsistent with these Articles or the laws of the State of Florida, for the administration and regulation of the affairs of the company.

The business of the limited liability company is from time to time to do any one or more or all of the acts and things set out above, or any other deemed convenient or necessary, and it shall have the right to conduct its business in all its branches, in or outside the State of Florida, or in any other state, territory or dependency of the United States, or in foreign countries.

ARTICLE III

INITIAL CAPITAL CONTRIBUTIONS

The total amount of capital contributions with which this limited liability company will begin business is not less than SIX THOUSAND DOLLARS (\$6,000.00). Members may contribute additional capital if unanimously agreed or may lend monies to the corporation as required. Members shall have proportional right of first refusal as to other Member's shares.

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
OF
BETICA BROTHERS, LIMITED COMPANY

The undersigned member of BETICA BROTHERS, LIMITED COMPANY, deposes and states:

1. The above named limited liability company has six (6) members and shall have at least two (2) members throughout its existence.

2. The total amount of cash contributed by each one of the members to date is:

Pedro Martinez Ruiz	\$2,100.00
Agustin Martinez Ruiz	1,500.00
Constantino Martinez Ruiz	600.00
Cesar Martinez	600.00
Luis Martinez	600.00
Andres Martinez	600.00

for a total contribution of \$6,000.00.

3. The agreed value of property other than cash contributed by each member is: none. The description of the property is: none.

4. The total amount of cash or property anticipated to be contributed by each of the members is:

Pedro Martinez Ruiz	\$2,100.00
Agustin Martinez Ruiz	1,500.00
Constantino Martinez Ruiz	600.00
Cesar Martinez	600.00
Luis Martinez	600.00
Andres Martinez	600.00

for a total of \$6,000.00. This total includes amounts from 2 and 3 above.


PEDRO MARTINEZ RUIZ

SWORN TO and subscribed before me this 19 day of April, 1995, by PEDRO MARTINEZ RUIZ, who is personally known to me and who took an oath.

My Commission Expires:

OFFICIAL NOTARY SEAL
ALICIA BRYANS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC220923
MY COMMISSION EXP. SEPT 14, 1996


Notary Public, State of Florida

ARTICLE IV
TERM OF EXISTENCE

This limited liability company is to exist perpetually. It shall commence its existence on the date of filing these Articles of Organization with the Department of State and shall exist perpetually or until dissolution of the limited liability company pursuant to the provisions of the Florida Limited Company Act.

ARTICLE V
INITIAL REGISTERED AGENT & OFFICE
AND PRINCIPAL OFFICE

The Registered Agent of this limited liability company is ALBERTO DAIRE. The office of the Registered Agent is located at Toledo Center, 7175 S.W. 8th Street, Suite 210, Miami, Florida 33144. The principal office of the limited liability company shall be at Toledo Center, 7175 S.W. 8th Street, Suite 210, Miami, Florida 33144.

ARTICLE VI
MEMBERS

This limited liability company shall consist initially of six (6) members. The number of members may be increased or decreased from time to time upon application for membership and by the unanimous consent of the members but shall never be less than two (2). This limited liability company shall be managed by the members solely.

The names and addresses of the initial members, consisting of six (6) members, are:

PEDRO MARTINEZ RUIZ	Member (35% interest)
AGUSTIN MARTINEZ RUIZ	Member (25% interest)
CONSTANTINO MARTINEZ RUIZ	Member (10% interest)
CESAR MARTINEZ	Member (10% interest)
LUIS MARTINEZ	Member (10% interest)
ANDRES MARTINEZ	Member (10% interest)

ARTICLE VII
NEW AND SUBSTITUTE MEMBERS

The members of the corporation may be increased by a vote of members representing interests of 66% or more.

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member of the limited liability company, the remaining member or members shall have the right to continue the limited liability company and its businesses; provided, however, that the rights, if any, of the terminated member shall inure to the benefit of the heirs or successors in interest of the non-continuing member.

ARTICLE VIII
SUBSCRIBER

The name and address of the subscriber and the incorporator and the number of shares which he and the other non-incorporating members agree to take are:

PEDRO MARTINEZ RUIZ 2,100 shares (35%)

AGUSTIN MARTINEZ RUIZ 1,500 shares (25%)

CONSTANTINO MARTINEZ RUIZ 600 shares (10%)

CESAR MARTINEZ 600 shares (10%)

LUIS MARTINEZ 600 shares (10%)

ANDRES MARTINEZ 600 shares (10%)

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 19 day of April, 1995.

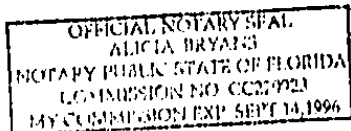

PEDRO MARTINEZ RUIZ

STATE OF FLORIDA :
COUNTY OF DADE : SS:

I HEREBY CERTIFY that on this 19 day of April, 1995, before me, a Notary Public, authorized in the State and County named above to take acknowledgments, personally appeared PEDRO MARTINEZ RUIZ, to me well known to be the person described in as the Member of and who executed the foregoing Affidavit and Articles of Organization, acknowledged before me that he subscribed to these Affidavit and Articles of Organization, and the facts therein are truly set forth.

WITNESS My hand and official seal at Miami, Dade County, Florida, the year and day aforesaid.

My Commission Expires:



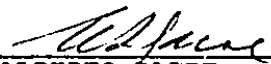
Alicia Bryans
Notary Public, State of Florida
at Large

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OF DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In compliance with Section 608.415, Florida Statutes,
the following is submitted:

FIRST: That BETICA BROTHERS, LIMITED COMPANY,
desiring to organize or qualify under the laws of the
State of Florida, with its principal place of business
being at Toledo Center, 7175 S.W. 8th Street, Suite 210,
Miami, Florida 33144, has named ALBERTO DAIRE, of
Toledo Center, 7175 S.W. 8th Street, Suite 210, Miami
Florida 33144, as its agent to accept service of process
within Florida.

Having been named to accept service of process
for the above stated company, at the place designated
in this certificate, I hereby agree to act in this
capacity, and I further agree to comply with the
provisions of all statutes relative to the proper and
complete performance of my duties.


ALBERTO DAIRE
Registered Agent

DATED: 4/19/05

SECRETARY OF STATE
-TALLAHASSEE, FLORIDA-

05 MAY 19 PM 3:31

FILED