L98000000 586

343 ALMERIA AVENUE

CORAL GABLES, FL 33134 - (305) 445-2700

OFFICE USE ONLY

SOCIETY OF EQUIT (Corporation Name)	<u>Y MANAGEMENT, L.</u>		<u> </u>
(Corporation Name)		(Document #)	7 0
(Corporation Name)		(Document #)	- 0
(Corporation Name)		(Document #)	= 3
(Corporation Name)		(Document #)	M 10: 02
Walk-In Pick	up time	Certified Copy	2
Mail out Will		Certificate of Sta	itus
EW FILINGS	AMENDMENTS		
Profit	Amendment		
NonProfit	Resignation of R	Resignation of R.A., Officer/Director	
Limited Liability	Change of Registered Agent		
Domestication	Dissolution/With	Dissolution/Withdrawal	
Other	Merger		
THER FILINGS	REGISTRATION QUALIFICATION	Ň	
Annual Report	Foreign		2517923- /11/98010110 **285.00 *****28
Fictitious Name	Limited Partners	***	**285.UU ****CO
Name Reservation	Reinstatement		
	Trademark		
	Other		
	<u> </u>	Examiner's	
	By	(11/9)	101

ARTICLES OF ORGANIZATION

OF

SOCIETY OF EQUITY MANAGEMENT, L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE 1 - NAME

The name of the limited liability company shall be **SOCIETY OF EQUITY MANAGEMENT**, L.C., ("Company").

ARTICLE 2 - ADDRESS

The principal place of business of the Company in Florida shall be 1001 Brickell Bay Drive, Miami, Florida 33131 and the mailing address shall be 1100 West Avenue, Miami, Florida 33139.

ARTICLE 3 - EFFECTIVE DATE

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 4 - DURATION

Subject to the provisions of Article 9, the Company's existence shall terminate no later than 30 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE 5 - PURPOSES AND POWERS

The general purpose for which the Company is organized is public relations and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.



ARTICLE 6 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Company is AmeriLawyer® at Almeria Avenue, Coral Gables, Florida 33134. The name and address of registered agent of this Company is AmeriLawyer®, 343 Almeria Avenue, Cables, Florida 33134.

ARTICLE 7 - MANAGEMENT

The Managers of the Company shall be:

Operating Manager:

Antonio Tremino

Secretary:

Antonio Tremino

Treasurer:

Antonio Tremino

whose addresses shall be the same as the mailing address of the Company.

ARTICLE 8 - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE 9 - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE 10 - MEMBERS

The Managers of the Company shall be elected by the Members in accordance with regulations adopted by the Members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the Members of the Company are:

Antonio Tremino 1100 West Avenue Miami, Florida 33139 Leonardo Lopez Jimenez Lafise, Costa Rica, Plaza Del Este, Edificio A, Segundo Pizo San Jose, Costa Rica

IN WITNESS WHEREOF, The undersigned, an authorized representative of the members, has made and subscribed these Articles of Organization at Coral Gables, Florida, for the foregoing uses and purposes, this May 8, 1998.

Elsie Sanchez, Authorized Representative of the Members

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF ORGANIZATION

AmeriLawyer®, having a business office identical with the registered office of the Company name above, and having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.

AmeriLawyer®

Natalia Utrera, Vice President

ARTLIMES

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF SOCIETY EQUITY MANAGEMENT, L.C.

The undersigned member or authorized representative of a member SOCIETY OF EQUITY MANAGEMENT, L.C. deposes and says:

- 1. the above named limited liability company has at least two members.
- the total amount of contributions of the member(s) to SOCIETY OF EQUITY MANAGEMENT, L.C. is as follows:

2.1 Cash:

\$ 20,000

2.2 Property:

\$ 0.00

A description of the property is attached and made a part hereof.

2.3 Promissory Note:

\$ 0.00

2.4 Services Rendered:

\$ 0.00

3. the total amount of other obligations to contribute to SOCIETY OF EQUITY MANAGEMENT, L.C. is as follows:

3.1 Cash:

\$ 0.00

3.2 Property:

\$ 0.00

A description of the property is attached and made a part

3.3 Services to be Performed:

\$ 0.00

Signature of a member or authorized representative

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

PROPER.

Description of the Property Listed in 2.2 of the Affidavit of Membership and thutions of SOCIETY OF EQUITY MANAGEMENT, L.C. is as follows: Contributions of SOCIETY OF EQUITY MANAGEMENT, L.C. is as follows:

NONE

Description of the Property Listed in 3.2 of the Affidavit of Membership and Contributions of SOCIETY OF EQUITY MANAGEMENT, L.C. is as follows:

NONE:

