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NAME: VSO TRADING LIMITED LIABILITY COMPANY

AUDIT NUMBER.....H98000012684

DOC TYPE.....LIMITED LIABILITY COMPANY

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ARTICLES OF ORGANIZATION

(5)

OF

VSO TRADING LIMITED LIABILITY COMPANY

The undersigned two or more persons hereby form a limited liability company and adopt as the Articles of Organization of such limited liability company the following:

I. THE NAME OF THE LIMITED LIABILITY COMPANY:

VSO TRADING LIMITED LIABILITY COMPANY ("LLC")

II. THE MAILING ADDRESS AND STREET ADDRESS OF THE PRINCIPAL OFFICE OF THE LIMITED LIABILITY COMPANY IS:

4862 S.W. 72nd Avenue, Miami, Florida 33155

III. THE PERIOD OF ITS DURATION:

This Limited Liability Company shall exist for a period of Ninety Nine Years from the date of filing these Articles of Organization with the Florida Department of State, Division of Corporations, unless sooner dissolved as provided by statute.

IV. THE NAME AND ADDRESS OF THE REGISTERED AGENT IN FLORIDA:

Frank Perez-Siam, Esquire  
GARCIA, PEREZ-SIAM & GRUENINGER  
265 Sevilla Avenue  
Coral Gables, Florida, 33134

V. MANAGEMENT:

The Limited Liability Company is to be managed by the a board of managers and the titles and addresses of the managers are:

1. Rolando C. Vazquez, Manager - 3516 Alhambra Circle  
Coral Gables, Florida 33134
2. Jose Smith, Manager - 132 Minorca Avenue,  
Coral Gables, Florida 33134.
3. Fernando Ortiz, Manager - 132 Minorca Avenue,  
Coral Gables, Florida 33134

VI. MEMBERS:

The Limited Liability Company shall consist of the following Members, who shall own an undivided interest in the Company as follows:

Frank Perez-Siam, Esq.  
FBN0. 0768911 / (305) 447-6609  
265 SEVILLA AVE.  
CORAL GABLES, FL 33134

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1. Rodolfo L. Ortiz- 33.33% per cent
2. Maria E. Smith - 33.33% per cent
3. Rolando C. Vazquez - 33.34% per cent

VI. THE RIGHT, IF GIVEN, OF THE MEMBERS TO ADMIT ADDITIONAL MEMBERS, AND THE TERMS AND CONDITIONS OF THE ADMISSION.

Additional members may be admitted only at such times and on such terms and conditions as Members may unanimously agree.

VII. THE RIGHT, IF GIVEN, OF THE REMAINING MEMBERS OF THE LIMITED LIABILITY COMPANY TO CONTINUE THE BUSINESS ON THE DEATH, RETIREMENT, RESIGNATION, EXPULSION, BANKRUPTCY OR DISSOLUTION OF A MEMBER OR OCCURRENCE OF ANY OTHER EVENT WHICH TERMINATES THE CONTINUED MEMBERSHIP OF A MEMBER IN THE LIMITED LIABILITY COMPANY:

The remaining members of the Company may continue the business upon the termination of membership of a Member in the Company upon unanimous agreement.

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned member or authorized representative of a member of VSO TRADING LIMITED LIABILITY COMPANY deposes and says:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the members is as follows:
  1. Rodolfo L. Ortiz - \$ 1,000.00
  2. Maria E. Smith - \$ 1,000.00
  3. Rolando C. Vazquez - \$1,000.00
- 3) if any, the agreed value of property other than cash contributed by members is \$ 0.00;
- 4) the total amount of cash or property anticipated to be contributed by members is \$3,000.00. This total includes amounts from 2 and 3 above.

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IN WITNESS WHEREOF, THE PARTIES HERETO HAVE EXECUTED THESE ARTICLES OF ORGANIZATION.

R. Vazquez  
ROLANDO C. VAZQUEZ

BEFORE ME personally appeared Rolando C. Vazquez, who to me known to be the persons who executed the foregoing articles of organization.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 8th day of July, 1998.



CARMEN F. GONZALEZ  
COMMISSION # CC628842  
EXPIRES APR 18, 2001  
BONDED THROUGH  
ATLANTIC BONDING CO., INC.

Carmen F. Gonzalez  
NOTARY PUBLIC - State of Florida

Personally Known \_\_\_\_\_ OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, 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 VSO TRADING LIMITED LIABILITY COMPANY.

2. The name and address of the registered agent and office is:

Frank Perez-Siam, Esquire  
265 Sevilla Avenue  
Coral Gables, Florida 33134

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.

Frank Perez-Siam, Esq.

7/8/98  
Date

STATE OF FLORIDA     )  
                                  ) SS  
COUNTY OF DADE     )

Sworn to (or affirmed) and subscribed before me this 8th day of July, 1998, by Frank Perez-Siam, Esquire.

 CARMEN F. GONZALEZ  
COMMISSION # CC628842  
EXPIRES APR 18, 2001  
BONDED THROUGH  
AMERICAN BONDING CO. INC

Carmen F. Gonzalez  
NOTARY PUBLIC - State of Florida

Person's Signature OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

Prepared By: Frank Perez-Siam, Esquire, Florida Bar I.D. #0768911  
265 Sevilla Avenue, Coral Gables, FL 33134

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