

8/21/98
298000001533

Charter Number Only

Milagro Vazquez
 Requestor's Name
217 Ponce de Leon Blvd #209
 Address
Coral Gables Rd. 33134
 City State ZIP Phone

305) 446-4555

CORPORATION(S) NAME

CORPORATION ONLY

800002621778--8
 -08/21/98--01006--025
 *****285.00 *****285.00

800002621778--8
 -08/21/98--01006--026
 *****52.50 *****52.50

International Park Plaza, L.C

SECRETARY OF STATE
 DIVISION OF CORPORATIONS RECEPTION
 98 AUG 21 AM 10:56 98 AUG 21 AM 9:34
 DIVISION OF CORPORATIONS

Empire Toll Free: 1-800-432-3028
 FILED

7

- Profit
- NonProfit
- Foreign
- Limited Partnership
- Reinstatement
- Certified Copy
- Call When Ready
- Walk In
- Amendment
- Dissolution
- Annual Report
- Reservation
- Photo Copies
- Call If Problem
- Will Wait
- Merger
- Mark
- Other
- Change of Registered Agent
- Certificate Under Seal
- After 4:30
- Mail Out
- Pick Up

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

cert. copy

NR
 8/21/98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 21 AM 10:56

ARTICLES OF ORGANIZATION
OF
INTERNATIONAL PARK PLAZA, L.C.

A Florida Limited Liability Company

WE, THE UNDERSIGNED subscriber members of the Articles of Organization, on behalf of the member subscribers, for the purpose of forming a Limited Liability Company, under the Laws of the State of Florida, pursuant to the Florida Limited Liability Company, Act, state:

ARTICLE ONE

The name of this company shall be: INTERNATIONAL PARK PLAZA, L.C.

ARTICLE TWO

DURATION: The Company shall commence existence upon the filing of these Articles of Organization with the Secretary of State of Florida, and continue until December 31, 2032, unless sooner dissolved as provided by law.

ARTICLE THREE

The purpose of the Company shall be to such extent as a limited liability company organized under the Florida Limited Liability Company Act Law of this state may now or hereafter lawfully do, either as principal or agent and either alone or in connection with other corporations, firms, or individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of this Company, or to enhance the value of its

FILED STATE
DIVISION OF CORPORATIONS
98 AUG 21 AM 10:56

properties; and in general to do any and all things and exercise any and all powers, rights, and privileges, which a limited liability company may now or hereafter be organized to do or to exercise under the laws governing limited liability companies of this state or under any act amendatory thereof, supplemental thereto, or substituted therefore, or to otherwise engage in any lawful activity either within or without the State of Florida. The Company may buy, sell, lease, rent, encumber, deal in or otherwise dispose of real or personal property including retail or wholesale sales, manufacturing, assembling, act as commission merchant, broker, jobber, dealer, import, export, or any other lawful business activity without limitation. To do any and all other acts and things as are necessary or convenience to the attainment of the purposes of this Company and any of them, to the same extent as natural persons lawfully might or could do in any part of the world, insofar as such acts are permitted to be done by a Company organized under the Limited Liability Company Act of this state.

ARTICLE FOUR

MANAGEMENT: The Company shall be managed by a Managing Member appointed by the Members and the Managing Member may delegate duties to designated agent or agents. The initial Managing Member to serve until the first annual meeting by members or until his successor is elected and qualify as follows:

PARK PLAZA DEVELOPMENT, INC., A FLORIDA CORPORATION
3400 SW 128th Avenue
Miami, Florida 33175

8980000 71064

ARTICLE FIVE

The initial street address of the company's office and its mailing address, and the name of the initial Registered Agent are as follows:

COMPANY'S ADDRESS:

3400 SW 128th Avenue
Miami, Florida 33175

REGISTERED AGENT AND ADDRESS:

LEONARDO MONSERRAT
3400 SW 128th Avenue
Miami, FL 33175

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 21 AM 10:56

The initial principal office of the Company is at:

3400 SW 128th Avenue
Miami, Florida 33175

ARTICLE SIX

SUBSCRIBER: Names and Post Office addresses of the Subscriber Members to these Articles of Organization are:

1. PARK PLAZA DEVELOPMENT, INC.
a Florida Corporation
3400 SW 128th Avenue
Miami, Florida 33175
2. OLGA PARRA MARTINEZ-MANGLANO
Castello 81
Madrid, Spain 28006
3. OLGA LUISA MARTINEZ-MANGLANO
Castello 81
Madrid, Spain 28006

ARTICLE SEVEN

The Members are authorized to make regulations that shall govern the Company and to amend them from time to time.

ARTICLE EIGHT

After the initial membership, additional members may not be admitted without the written consent of all of the existing members. A member may not transfer its interest without written consent of all of the remaining members, unless it is a transfer to an existing member. In the event of an Assignment or if a member ceases to have an interest in the Company, the Company shall still continue. The remaining members of the limited liability company

FILED STATE
DIVISION OF CORPORATIONS
98 AUG 21 AM 10:56

shall continue the business on 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 in the limited liability company.

ARTICLE NINE

The regulations shall prescribe the contributions required of the member. The regulations may prescribe a reduction and loss of membership for failure to pay a required contribution after notice.

IN WITNESS WHEREOF, I have set my hands and seals in Miami-Dade County, Florida, this 20 day of August, 1998.

PARK PLAZA DEVELOPMENT, INC.

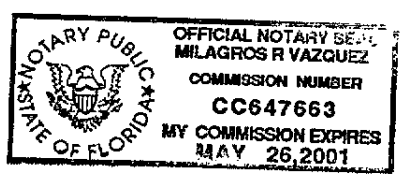
BY: [Signature]
LEONARDO MONSERRAT
President

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, this 20 day of August, 1998, personally appeared LEONARDO MONSERRAT as President of PARK PLAZA DEVELOPMENT, INC., a Florida Corporation, known to me to be the person(s) who executed the foregoing Articles of Organization of INTERNATIONAL PARK PLAZA, L.C., and acknowledged before me that he executed the same for the purposes therein expressed, and who is personally known to me or who has produced Florida Driver's License, as identification and who did _____ take an oath.

[Signature]
NOTARY PUBLIC
Milagros R. Vazquez

My Commission Expires:



MILAGROS R. VAZQUEZ, ESQ.
717 Ponce De Leon Blvd., #209
Coral Gables, FL 33134
(305) 446-4555

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 AUG 21 AM 10:56

CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter F.S. 608.415, Florida Statutes, the following is submitted, in compliance with this Act:

FIRST: That INTERNATIONAL PARK PLAZA, L.C., desiring to organize under the Laws of the State of Florida as a Limited Liability Company with its principal registered offices, as indicated in the Articles of Organization, in Miami-Dade County, State of Florida, at 3400 SW 128th Avenue, Miami, Florida 33175, and has named LEONARDO MONSERRAT, as Agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named registered agent to accept service of process of and for the above Company at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping said domicile, and state that I am familiar with and accept the obligations of that position.

Dated this 20 day of August, 1998.

BY: 
LEONARDO MONSERRAT
RESIDENT AGENT AND REGISTERED AGENT

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 AUG 21 AM 10:56

AFFIDAVIT

BEFORE ME, personally appeared, LEONARDO MONSERRAT, as President of PARK PLAZA DEVELOPMENT, INC., a Florida Corporation, pursuant to F.S. 608.407 (2) who being duly sworn says:

1. This Affidavit is made on behalf of INTERNATIONAL PARK PLAZA, L.C., a Florida Limited Liability Company and is based on personal knowledge.

2. I certify that the amount of cash contributed by the members is Fifty Thousand (\$50,000.00) Dollars and the amount of cash anticipated to be contributed by the members is Three Hundred Fifty Thousand (\$350,000.00) Dollars.

3. I certify that INTERNATIONAL PARK PLAZA, L.C., a Florida Limited Liability Company has at least two (2) members.

4. I certify that there is no other property other than cash contributed by the members.

Dated this 20 day of August, 1998.

PARK PLAZA DEVELOPMENT, INC.

BY: [Signature]
LEONARDO MONSERRAT, PRESIDENT

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 20 day of August, 1998, by LEONARDO MONSERRAT, as President of PARK PLAZA DEVELOPMENT, INC., a Florida Corporation, who is personally known to me or who has produced Florida Driver's License, as identification.

[Signature]
NOTARY PUBLIC Milagros R. Vazquez

My Commission Expires:

