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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Deerwood Enterprises LLC

- ☐ Walk In
☐ Mail Out
☐ Will Wait
☐ Photocopy

☐ Pick Up Time

- ☒ Certified Copy
☐ Certificate of Status
☐ Certificate of Good Standing
☐ ARTICLES ONLY

RUSH

☐ ALL CHARTER DOCS

NEW FILINGS	
☐	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of R.A. Officer/Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/QUALIFICATION	
☐	Foreign
☒	Limited Partnership LLC
☐	Reinstatement
☐	Trademark
☐	Other

- ☐ Certificate of FICTITIOUS NAME
☐ FICTITIOUS NAME SEARCH
☐ CORP SEARCH

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98 AUG 28 PM 12:23
DIVISION OF CORPORATION

Ordered By: _____

Date: _____

**ARTICLES OF ORGANIZATION
OF
DEERWOOD ENTERPRISES, L.L.C.**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

ARTICLE I - NAME

The name of this limited liability company is DEERWOOD ENTERPRISES, L.L.C. (the "Company").

ARTICLE II - DURATION

The Company shall exist from the date of filing these Articles with the Florida Department of State until dissolved by the Members or until the occurrence of any of the events specified in Florida Statutes Section 608.441, unless continued by the unanimous consent of all of the remaining Members.

ARTICLE III - ADDRESS

The mailing address and street address of the Company's principal office is:

2203 NW 23rd Avenue
Miami, Florida 33142

ARTICLE IV - REGISTERED AGENT AND OFFICE

The name of the Company's initial registered agent is PETER DUARTE. The street address of the Company's initial registered agent is:

2203 N.W. 23rd Avenue
Miami, Florida 33142

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

Additional Members may be admitted to the Company, but only if all of the Members agree to the admission of the additional Members and to the terms of admission.

ARTICLE VI - MEMBERS' RIGHT TO CONTINUE BUSINESS

If a Member of the Company dies, retires, resigns, is expelled or dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Members may, by unanimous written agreement, continue the business of the Company.

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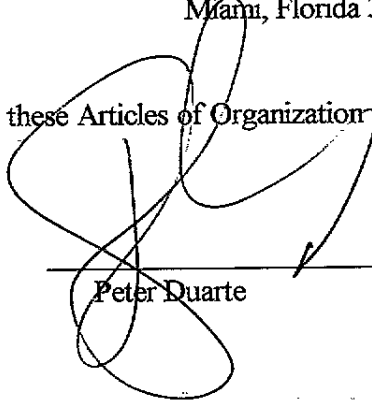
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ARTICLE VII – MANAGEMENT

The Company shall be managed by Managers. The names and addresses of the managing Members are:

<u>Name of Manager</u>	<u>Address</u>
Victor Seijas	2203 N.W. 23 rd Avenue Miami, Florida 33142
Roberto Viñas	2203 N.W. 23 rd Avenue Miami, Florida 33142
Grover Hubley	2203 N.W. 23 rd Avenue Miami, Florida 33142
Peter Duarte	2203 N.W. 23 rd Avenue Miami, Florida 33142

The undersigned Member has executed these Articles of Organization effective as of the 27th
day of August, 1998.

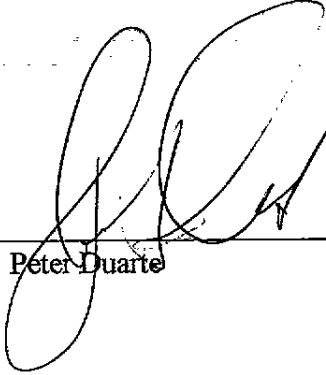


Peter Duarte

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for DEERWOOD ENTERPRISES, L.L.C. at the place designated in its Articles of Organization, 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.

Dated this 27th day of August, 1998.



Peter Duarte

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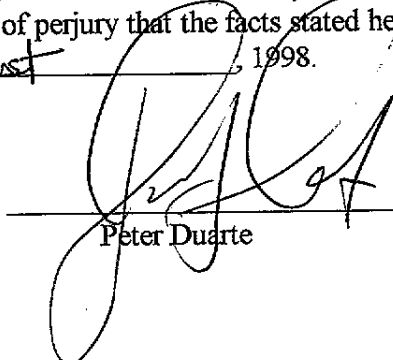
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

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The undersigned Member of DEERWOOD ENTERPRISES, L.L.C. (the "Company") deposes and says:

1. The Company has at least one Member.
2. The total amount of cash contributed by the Members is \$70,000.
3. No property other than cash is being contributed by Members.
4. The total amount of cash or property anticipated to be contributed by members is \$600,000. This total includes the amounts from paragraph 2 and 3 above.

Understanding that, under Section 608.408(3) of the Florida Statutes, the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true, I hereby execute this Affidavit this 27th day of August, 1998.


Peter Duarte