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DIVISION OF CORPORATIONS TO:

__FAX #: (850)922-4003

FROM: EMPIRE CORPORATE KIT COMPANY

072450003255 ACCT#:

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: LATIN QUARTER, L.C.

AUDIT NUMBER..... H98000021418

DOC TYPE.....LIMITED LIABILITY COMPANY

CERT. OF STATUS..1 CERT. COPIES.....0 PAGES.....

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I

The name of the Limited Liability Company is:

LATIN QUARTER, L.C.

ARTICLE II

The mailing address and street address of the principal office of the Limited Liability Company is:

8001 N.E. Bayshore Court Miami, Florida 33138

ARTICLE III

The period of duration for the Limited Liability Company shall be:

This Limited Liability is to have perpetual existence.

ARTICLE IV

The Limited Liability Company is to be managed by the manager/member and his name and address is as follows:

MICHAEL R. HATCH 8001 N.E. Bayshore Court Miami, Florida 33138

Prepared by:

John Militana, Esq. FBN_148367 Militana, Militana & Militana, P.A. 8801 Biscayne Blvd., Suite 101 Miami, Florida 33138 (305) 758-6691

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ARTICLE V

The right, if given, of the member to admit additional members and the terms and conditions of the admissions shall be:

Additional members may be admitted at the discretion of Michael R. Hatch, or his heirs at law or as designated, whichever the case may be.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of				
Organization for Florida Limited I	iability Company on this 16th day of November, 1998	98	NS 15	
	Conf. Hatch	20	SERVICE L	
	MICHAEL R. HATCH	~1	225	
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STATE OF FLORIDA)	1 0	훒	
) ss:		0,	
COINTY OF MIAMI-DADE)			

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared MICHAEL R. HATCH, to me known to be the person who has executed the foregoing Articles of Organization and he has acknowledged before me that he has executed these Articles.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 16th day of November, 1998.

Notary Rublic State of Florida at Large

COMMISSION FXP. JUL

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member/manager of LATIN QUARTER, L.C. deposes and says:

I.	The above named limited liability company has at least one member.	
2.	The total amount of cash contributed by its member is	\$940,000.00
3.	If any, the agreed value of property other than cash contributed by the member is A description of the property is attached and made a part hereto.	\$
4,	The amount of cash or property anticipated to be contributed by the member is	\$
5.	The total amounts of 2, 3 and 4 is	\$940,000.00

MICHAEL R. HATCH

DIVISION OF CORPORATIONS

H98000021418

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:

LATIN QUARTER, L.C.

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

MICHAEL R. HATCH 8001 Bayshore Court Miami, Florida 33138 SECRETARY OF STATE OF STATE OF CORPORATIONS

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.

MICHAEL R. HATCH

Dated: November 16, 1998

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