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LIMITED LIABILITY COMPANY

LA HACIENDA, LLC

RE-FAX
English translation: The Hacienda (USA), LLC

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 4, 1999

EMPIRE CORPORATE KIT COMPANY

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

La Hacienda (USA), LLC

ARTICLE II - Address:

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

520 Brickell Key Drive, O-305
Miami, Florida 33131

ARTICLE III - Duration:

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

Perpetual

ARTICLE IV - Management

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

Nadezda Gaysina
520 Brickell Key Dr., O-305
Miami, Florida 33131

Instrument Prepared By:

STEPHEN A. FREEMAN, ESQ.
FREEMAN, BUTTERMAN, HABER & ROJAS, LLP
520 Brickell Key Dr., O-305
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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:

La Hacienda (USA), LLC


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

Staphen A. Freeman
520 Brickell Key Drive, O-305
Miami, Florida 33131

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.



(SIGNATURE)



(DATE)

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of
deposes and says:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member is
 \$160,000.00
- 3) if any, the agreed value of property other than cash contributed by member is \$ 0
- 4) the amount of cash or property anticipated to be contributed by member is
 \$ 0
- 5) the total amounts of 2,3 and 4 is \$160,000.00

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Signature of a member or authorized representative of a member.

(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.)

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