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LIMITED LIABILITY COMPANY

LATINSPACE L.L.C.

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Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$337.50

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY
COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

LATINSPACE L.L.C.

ARTICLE II - Address:

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

520 Brickell Key Drive, Suite 0-305
Miami, Florida 33131

ARTICLE III - Duration:

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

Perpetual

ARTICLE IV - Management

(check and complete the appropriate statement)

The Limited Liability Company is to be managed by a manager
and the name and address of such initial manager is:

Alberto Gross
1382 N.W. 78th Avenue
Miami, Florida 33126

Prepared by:
MARCO E. ROJAS, ESQ.
Florida Bar No.: 940453
Freeman, Buttermann, Haber & Rojas, LLP
520 Brickell Key Drive, O-305
Miami, Florida 33131

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

Marco E. Rojas, Esq.
Florida Bar No. 940453
Freeman, Buttermann, Haber & Rojas, LLP
520 Brickell Key Drive, Suite 0-305
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)

7/12/99

(DATE)

Filing Fee: \$35 for Designation of Registered Agent

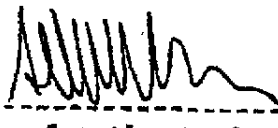
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of LATINSPACE L.L.C. 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 \$ 1,000
- 3) if any, the agreed value of property other than cash contributed by member is \$
- 4) the amount of cash or property anticipated to be contributed by member is \$
- 5) the total amounts of 2,3 and 4 is \$ 1,000



Signature of 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.]

Alberto Gross

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