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**Florida Department of State**  
**Division of Corporations**  
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**((H99000019529 9)))**

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**To:**

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 Fax Number : (850) 922-4003

**From:**

Account Name : EMPIRE CORPORATE KIT COMPANY  
 Account Number : 072450003255  
 Phone : (305) 541-3694  
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 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 99 AUG - 6 PM 2:01

**LIMITED LIABILITY COMPANY**

**p.i.a.m. corp., llc**

Name	
Availability	<b>MJH</b>
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## FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

August 6, 1999

EMPIRE CORPORATE KIT

SUBJECT: P.I.A.M. CORP., LLC  
REF: W99000018221RECEIVED  
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TALLAHASSEE, FLORIDA

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name of the entity cannot include "CORP." This word/abbreviation is readily associated with or is commonly used to denote another type of entity. Please amend your document throughout accordingly.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least one member; (2) the actual amount of cash contributions; (3) the agreed value and a description of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges  
Document SpecialistFAX Aud. #: H99000019529  
Letter Number: 199A00039859

## ARTICLES OF ORGANIZATION

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### Article I. Name

The name of this Florida limited liability company is:

P.I.A.M., LLC

### Article II. Duration

The duration of the Company shall be perpetual unless the Company dissolves in accordance with the provisions of the Company's Regulations or these Articles of Organization.

### Article III. Address

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

P.I.A.M., LLC  
315 Miracle Mile  
Coral Gables, FL 33134

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### Article V. Percentage Interest: Membership Certificate

The profits and losses of the Company shall be allocated to the members in accordance with and in proportion to each member's Percentage Interest (which shall be equal to the number of Units owned by a member divided by the total number of Units owned by all of the members), unless otherwise provided in the Regulations of the Company. A member's interest in the Company may be evidenced by a Membership Certificate issued by the Company.

### Article VI. Dissolution

The Company shall be dissolved upon the death, bankruptcy, dissolution or termination of a member's membership in the Company for any reason, unless the business of the Company is continued by the consent of all the remaining members of the Company within 30 days after any of these events.

### Article VII. Transferability of Member's Interest

No member shall have the right to assign the member's interest in the Company without the written agreement of a majority of the Units. If a majority of the Units do not approve the

Manuel Kadre, Esq. Florida Bar Number 946842  
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assignment, the assignee shall have no right to become a member, to participate in the management of the Company or to exercise any other rights or powers of a member. The assignee shall merely be entitled to received the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

**Article VIII. Management**

The management of the Company is reserved to the members. The name and address of each member is:

Jose R. Gonzalez  
315 Miracle Mile  
Coral Gables, FL 33134

Idamis Gonzalez  
315 Miracle Mile  
Coral Gables, FL 33134

Adrian Jose Gonzalez  
315 Miracle Mile  
Coral Gables, FL 33134

Melissa Gonzalez  
315 Miracle Mile  
Coral Gables, FL 33134

**Article IX. Purpose of the Company**

The purpose of the Company shall be to engage in any lawful commercial act or activity for which a limited liability company may be formed under the Florida Limited Liability Company Act.

**Article X. Company Existence**

The Company's existence shall begin effective as of August 6, 1999.



AUTHORIZED REPRESENTATIVE OF A MEMBER:  
MANUEL KADRE

Manuel Kadre, Esq. Florida Bar Number 946842  
12011 N W 72nd Avenue  
Miami, FL 33122  
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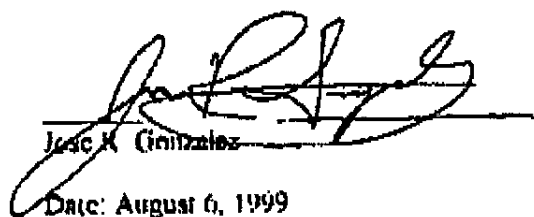
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**LIMITED LIABILITY COMPANY:**  
**P.L.A.M., LLC**

**REGISTERED AGENT/OFFICE:**  
**Jose R. Gonzalez**  
**315 Miracle Mile**  
**Coral Gables, FL 33134**

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes related to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
Jose R. Gonzalez  
Date: August 6, 1999

Manuel Kadre, Esq. Florida Bar No. 940842  
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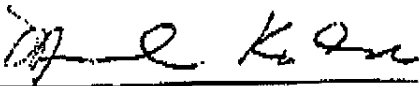
**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

**LIMITED LIABILITY COMPANY:**

P.L.A.M., LLC

The undersigned deposes and says:

1. The above Company has at least one member.
2. The total amount of initial cash contributed by the members is \$10.00.
3. The agreed value of property other than cash contributed by the members is zero.
4. The total amount of cash or property anticipated to be contributed by the member is \$1,000,000.00 or less.



**AUTHORIZED REPRESENTATIVE OF A MEMBER**  
MANUEL KADRE, ESQ.

Date: August 6, 1999

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