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LOCAL REPRESENTATIVE TALLAHASSEE

800002974908--4

-08/31/99-01062-017

****293.75 ****293.75

OFFICE USE ONLY

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

1. GRUPO ESPIRAL, L.C.
(Corporation Name) (Document #)

2. Translation: SPIRAL GROUP, L.C.
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2.00

☐ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

☐ Certificate of Status

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
☐	Reinstatement
☐	Trademark
☐	Other

6-31-99

RECEIVED
99 AUG 31 AM 11:45
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
99 AUG 31 PM 4:19
TALLAHASSEE, FLORIDA

Examiner's Initials

ARTICLES OF ORGANIZATION

OF

GRUPO ESPIRAL, 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).

1. **Name**: The name of this limited liability company is Grupo Espiral, L.C.
2. **Duration**: The company shall exist from the date of filing these Articles with the Department of State 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.
3. **Mailing address and street address**: The Company's mailing address is 16400 NW 32 Avenue, Room 147, Miami, Florida 33054. The street address is the same.
4. **Registered agent and office**: The name and street address of the initial registered agent of the Company is Pablo Tobon, 16400 NW 32 Avenue, Room 147, Miami, Florida 33054.
5. **Additional members**: Additional members to the Company may be admitted, but only if all the current members agree to the admission of the additional members and to the terms of admission.
6. **Termination of membership**: If a member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event, which terminates the continued membership of a member of the Company, the remaining members may, upon unanimous written agreement, continue the business of the Company.
7. **Management of the Company**: The Company shall initially be managed by the following person who shall serve as manager until the first annual meeting of the members or until her successors are elected and qualify:

Pablo Tobon
16400 NW 32 Avenue, Room 147
Miami, Florida 33054

Thereafter, the Company shall be managed by at least one (1) manager, who shall be elected annually as provided in the regulations.

8. **Regulations**: The members shall have the power to adopt, alter, amend, or repeal regulations of the Company, which provide for the management of the affairs of the Company.

9. **Date of the existence of the Company:** The existence of the Company shall commence on the date of the filing of the Articles of Organization by the Florida Department of State.

The undersigned executed these Articles of Organization effective as of August 27th 1999.

Pablo Tobon
PABLO TOBON

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99 AUG 31 PM 4:19
CLERK OF DISTRICT
JUDICIAL CIRCUIT
TALLAHASSEE, FLORIDA

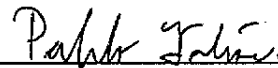
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, 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 Grupo Espiral, L.C.
2. The name and address of the registered agent and office is:

Pablo Tobon
16400 NW 32 Avenue, Room 147
Miami, Florida 33054

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.


PABLO TOBON

Dated this 27th day of August, 1999.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF
GRUPO ESPIRAL, L.C., A LIMITED LIABILITY COMPANY

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared PABLO TOBON, a member of Grupo Espiral, L.C., who, after being duly sworn under oath, deposes and states:

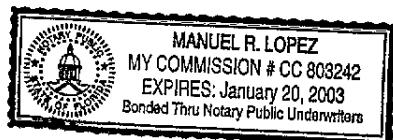
1. The above named limited liability company has at least two members;
2. The total amount of cash contributed by the member(s) is \$3,000.00;
3. The agreed value of property other than cash contributed by member(s) is: None.
4. The total amount of cash and/or personal property anticipated to be contributed by the members is \$3,000.00. This total includes amounts from 2 and 3 above.

Pablo Tobon
PABLO TOBON

(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.)

THE FOREGOING INSTRUMENT was acknowledged before me this 27th day of August, 1999 by Pablo Tobon, who is personally known to me or who produced FL. DRIVER'S LICENSE as identification and who did/did not take an oath.

My Commission Expires:



[Signature]
Notary Public, State of Florida at Large

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE