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Reply to:

Michael Feldenkrais

August 10, 1999

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

W99-19238

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 23 PM 2:54

RE: ASESORIA JURIDICA COLOMBIANA, L.C.  
Our File No. 5706

Dear Sir or Madam:

Enclosed please find the following documents in connection with the filing of the above-referenced Limited Liability Company:

1. Original and copy of Articles of Organization for ASESORIA JURIDICA COLOMBIANA, L.C.
2. Certificate of Designation of Registered Agent and Registered Office.
3. Check in the amount of two hundred ninety three dollars 75/100. (\$293.75) representing the filing fees and for the Certificate of Good Standing.

700002961387--7  
-08/16/99-01131--001  
\*\*\*\*\*293.75 \*\*\*\*\*293.75

Please file these accordingly, and return a stamped copy of these documents to our office in the self addressed stamped envelope provided. Thank you for your prompt attention to this matter.

Very truly yours,

FELDENKRAIS & ASSOCIATES, P.A.

MICHAEL FELDENKRAIS

Name	MJH
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Ver. l'yer	

MF/cv  
Enclosures  
5706



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

August 19, 1999

MICHAEL FELDENKRAIS  
FELDENKRAIS & ASSOCIATES, P.A.  
290 NORTHWEST 165TH ST., SUITE PLAZA 100  
MIAMI, FL 33169-6457

SUBJECT: ASESORIA JURIDICIA COLOMBIANA, L.C.  
Ref. Number: W99000019238

We have received your document for ASESORIA JURIDICIA COLOMBIANA, L.C. and your check(s) totaling \$293.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must include the English translation of the name in Article I.,

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 Specialist

Letter Number: 499A00041779

**ARTICLES OF ORGANIZATION FOR  
ASESORIA JURIDICA COLOMBIANA, L.C.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 23 PM 2:54

ARTICLE I  
NAME

The name of the Limited Liability Company is ASESORIA JURIDICA COLOMBIANA, L.C.  
(COLOMBIAN LEGAL CONSULTING, L.C.)

ARTICLE II  
ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is c/o Gustavo S. Morales, 2895/A Collins Avenue, Suite #2, Miami Beach, Florida 33140.

ARTICLE III  
DURATION

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV  
PURPOSE OF ORGANIZATION

The Limited Liability Company is organized for the purpose of engaging in any and all other acts or purposes permitted under Section 608.404 of the Florida Statutes 1993, as amended from time to time, and for any and all other applicable or governing laws of the State of Florida, except as any of the foregoing acts and/or purposes may be otherwise barred or restricted by law.

ARTICLE V  
MANAGEMENT

The Limited Liability Company is to be managed by a Managing Member and the name and address of the Managing Member is Gustavo S. Morales, 900 Bay Drive # 306, Miami, Florida 33141.

ARTICLE VI  
ADMISSION OF NEW MEMBERS

Unless otherwise herein specified, no new Members shall be admitted to the Limited Liability Company during the period of its existence. New Members may be admitted pursuant to a vote of not less than 100% of the total existing ownership interests in the Limited Liability Company, which percentage shall be determined and measured by the percentage of ownership interest each Member has in the Limited Liability Company. No individual Member and/or Managing Member of the Limited Liability Company shall ever have the power to terminate or grant membership to any person.

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ARTICLE VII  
CONTINUATION AFTER INVOLUNTARY TERMINATION

In the event of termination of the Limited Liability Company due to death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or any other event which involuntarily terminates the Limited Liability Company, then in that event, the remaining and/or surviving Members shall be fully entitled to continue the business of the Limited Liability Company provided that 100% of the ownership interests then remaining shall have agreed to do so in writing.

**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.

- I. The name of the Limited Liability Company is ASESORIA JURIDICA COLOMBIANA, L.C. name and address of the Registered Agent and office is:

Michael Feldenkrais, Esq.  
Feldenkrais & Associates, P.A.  
290 NW 165 Street  
Plaza 100  
Miami, Florida 33169

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.

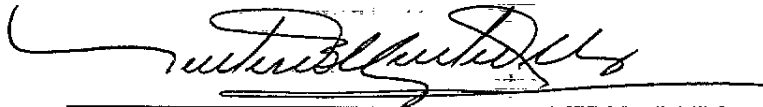
  
MICHAEL FELDENKRAIS, ESQ.

7/30/99  
DATE

## **AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned Members of ASESORIA JURIDICA COLOMBIANA, L.C. depose and say:

1. The above-named Limited Liability Company has at least one Members.
2. The total amount of cash contributed by the Members are \$100.
3. The agreed value of property other than cash contributed by the members is \$0.
4. The total amount of cash or property anticipated to be contributed by the Member is \$100. This total includes amounts from items 2 and 3 above.



**GUSTAVO S. MORALES, Managing 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)