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To:
Division of Corporations
Fax Number : (850)922-4003

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

LIMITED LIABILITY COMPANY

Ingenios USA, LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Ingenios USA, LLC

Article II. Address

The Company's mailing address is:
Ingenios USA, LLC
9725 NW 25th Street #203
Miami FL 33178

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Randall L. Sidlosca
1101 Brickell Avenue
Suite 1100
Miami FL 33131

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Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, 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 receive 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.

Randall L. Sidlosca | FL Bar Member 511609
Peña & Sidlosca
1101 Brickell Avenue
Suite 1100
Miami FL 33131
305-375-0014
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Article V. Management

This will be a member-managed company. The name of each member is:

Julio Marquez
Norma Biaggi de Marquez

Article VI. Company Existence

The Company's existence shall begin effective as of October 21, 1999.

The undersigned authorized representative of a member executed these Articles of Organization on October 21, 1999.

R.A. Reyes
RANDALL L. SIDLOSCA
by R.A. Reyes as attorney-in-fact

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

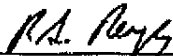
Ingenios USA, LLC

REGISTERED AGENT/OFFICE:

Randall L. Sidlosca
1101 Brickell Avenue
Suite 1100
Miami FL 33131

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



RANDALL L. SIDLOSCA
by R.A. Reyes as attorney-in-fact

Date: October 21, 1999

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