February 26, 2002

Registration Section Division of Corporations 409 E. Gaines St. Tallahassee, FL 32399

Dear Sirs,

Please find enclosed the following documentation to register Latin Markets LLC, A Delaware limited liability company, to transact business in Florida:

- Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida.
- Original Certificate of Existence and Good Standing issued by the State of Delaware.
- Certificate of Designation of Registered Agent.
- Check payable to the Florida Department of State for \$160 as follows:
 - \$100 Filing Fee for Application
 - \$ 25 Designation of Registered Agent
 - \$ 30 Certified Copy
 - \$ 5 Certificate of Status

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Fax (305) 445-8835

Please do not hesitate to contact me if you have any questions.

Sincerely,

Guillermo Campos CEO

Latin Markets LLC

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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503. FLORIDA STATUTES. THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: LAtin Markets LLC
(Name of foreign limited liability company) 2. DELAWARE
(Jurisdiction under the law of which foreign limited liability company is organized)

3. 03-0382933
(FEI number, if applicable) JANUARY 24, ZOOZ
(Date of Organization) UPON QUALIFICATION (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 3211 PONCE de LEON Blvd., SuitE M-2 CORAL GABLES, FL 33134
(Street address of principal office) 8. If limited liability company is a manager-managed company, check here 9. The name and usual business addresses of the managing members or managers are as follows: GUILLERMO CAMPOS 3211 Ponce de Leon Blvd. CORAL GABLES, FL 33134 10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language at translation of the certificate under oath of the translator must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: INFORMATION Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.) GUILLERMO CAMPOS

Typed or printed name of signee

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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

The name of the Limited Liability Company is:
LATIN MARKETS LLC
2. The name and the Florida street address of the registered agent and office are:
Guillermo CAMPOS (Name)
3211 PONCE de LEON Blvd., Suite M-2 Florida street address (P.O. Box NOT ACCEPTABLE)
CORAL GABLES, FL 33134
(City/State/Zip)

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 as provided for in Chapter 608, F.S.

(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

DIVISION OF CORPORATIONS

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LATIN MARKETS LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE.

SHOW, AS OF THE TWENTY-FIRST DAY OF FEBRUARY, A.D. 2002.

DIVISION OF CORPORATIONS

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Harriet Smith Windson

farriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1626172

DATE: 02-21-02