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January 14, 2000

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-01/18/00--01130--012  
\*\*\*130.00 \*\*\*130.00

Dear Sir or Madam:

We have enclosed our Articles of Organization along with this letter to Register our company with the State of Florida so we may legally continue to operate our business. Our company named CC&E Limited Liability Co. was formed and began operating effective Monday, January 3, 2000. We have also enclosed a check for \$130.00 to cover the following filing fees.

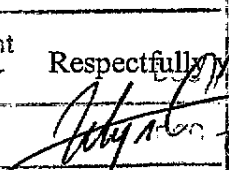
Fees: \$100.00 Filing Articles of Organization  
\$25.00 Designation of Registered Agent  
\$5.00 Certificate of Status

As you requested in your filing instructions I am submitting my mailing address should you require to send any correspondence concerning this registration or any other matter concerning this company.

CC& E Ltd. Co.  
Ulises Chacon  
P.O. Box 924963  
Princeton, FL 33092

If you have any questions concerning any information outlined in our Articles of Organization or any other matter about this registration please contact me. My daytime phone number is 305-229-2960 and in the evenings you may reach me at 305-969-5148

00 JAN 18 PM 3:37  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

Document Number	Respectfully yours,
Signature	
Typed Name	Ulises Chacon Vice-President CC&E Ltd Co.
Verifier	DCC

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

January 24, 2000

ULISES CHACON  
CC&E LTD. CO.  
P.O. BOX 924963  
PRINCETON, FL 33092

SUBJECT: CC&E LIMITED LIABILITY COMPANY  
Ref. Number: W00000001925

We have received your document for CC&E LIMITED LIABILITY COMPANY and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 608.409(2), F.S., the effective date must be specific, cannot be more than five business days prior to the date of filing or more than 90 days after the date of filing. Our office received your document on January 18, 2000. Please amend your document accordingly.

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) 487-6913.

Diane Cushing  
Corporate Specialist

Letter Number: 300A00003172

# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

## ARTICLE I- Name:

The name of the Limited Liability Company is: **CC&E Limited Liability Company**

## ARTICLE II- Address:

The street and mailing address of the principal office is:

**649 NW 208 Way  
Pembroke Pines, FL 33029**

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DIVISION OF CORPORATIONS

## ARTICLE III- Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

**Mr. Ulises Chacon  
P.O. Box 924963  
Princeton, FL 33092**

*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 305, F.S..*

  
\_\_\_\_\_  
Registered Agent's Signature

## ARTICLE IV- Capitalization

The total initial capital contribution by the members of this LLC has an agreed value of \$1000.00. Members are forbidden to transfer whole or partial interests in this LLC without prior consulting with the other members. Only upon agreement and acceptance by all the members and procedures outlined in Article VI with respect to adding/withdrawing of members is honored, may transferability of interests be validated.

Members interests in the LLC with respects to expenses and profits will be distributed as follows:

**Enrique Estavillo 40% (Forty Percent)  
Ulises Chacon 30% (Thirty Percent)  
Tomas Crespo Jr 30% (Thirty Percent)**

**ARTICLE IV- Management**

The Limited Liability Company is to be managed by one manager or more and is, therefore, a manager – managed company. The business of the company shall be conducted under exclusive management of its members who shall vote according to their proportionate interest in their company and shall have exclusive authority to act for the company in all matters. Members cannot enter into a Business Dissolution Consent Agreement. The members below are designated managers:

**Manager #1: Enrique Estavillo**  
649 NW 208 Way  
Pembroke Pines, FL 33029

**Manager #2: Ulises Chacon**  
15432 SW 171 Street  
Miami, FL 33187

**Mailing Address: P.O. Box 924963**  
**Princeton, FL 33092**

**Manager #3: Tomas Crespo Jr.**  
10010 SW 157 Terrace  
Miami, FL 33157

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**ARTICLE VI- Duration**

The period of duration for this limited liability company is ten (10) years from the date of filing the Articles of Organization with appropriate state filing office, unless sooner dissolved by the members or as provided by state law. Termination of the Limited Liability Company will occur immediately if any of the following are true:

- a) A member withdraws from the company
- b) A member dies or is left in an incapacitated state
- c) Addition of new member

*Member Rights to Continue Business*

The remaining Members of the limited liability company by unanimous vote may exercise the right to continue business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued membership of the Member in this limited liability company. Members cannot enter into Business Continuation Agreement. A time period of 90 days will be allowed to charter a new agreement.

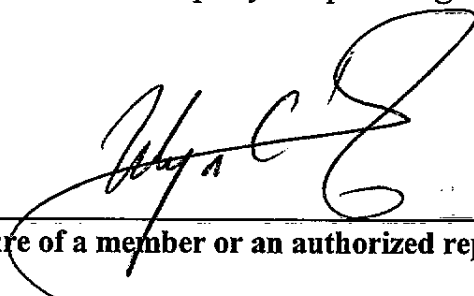
**ARTICLE VII- Purpose**

The Members have formed the Company as an LLC under pursuant to the Act. The effective date the Company began operating is January 15, 2000.

The Members specifically intend and agree that the Company shall not be, for legal purposes a partnership (including , a limited partnership) or any other venture, but shall be a LLC under and pursuant to the Act, desiring partnership tax treatment.

No Member or Manager shall be construed to be a partner in the Company or a partner of other Member, Manager, or person; and the Articles, this Operating Agreement, and the relationships created thereby and arising therefrom shall not be construed to suggest otherwise.

Issues concerning the Administration, Finance, and Operations of the Limited Liability Company will be covered in the Company's Operating Agreement.



\_\_\_\_\_  
Signature of a member or an authorized representative of a member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true)

00 JAN 18 PM 3:57  
STATE OF FLORIDA  
DIVISION OF CORPORATIONS

MR. ULISES CHACON

Typed or printed name of signee