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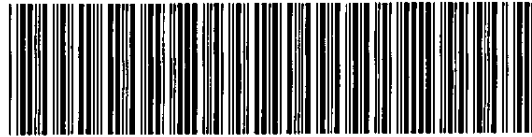
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
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HF 3, LLC

- ___ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ___ L.C. File _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
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- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
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- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
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- ___ UCC 11 Retrieval _____
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Signature _____

Requested by: SN _____ 12/19/11 _____

Name _____ Date _____ Time _____

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ARTICLES OF ORGANIZATION

OF

HF 3, LLC

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I, THE UNDERSIGNED, subscriber member of the Articles of Organization, on behalf of the members, for the purpose of forming a Limited Liability Company under the Laws of the State of Florida, pursuant to the Florida Limited Liability Company Act, state:

ARTICLE ONE

The name of this company shall be: HF 3, LLC

ARTICLE TWO

The Company shall commence its existence upon the filing of these Articles of Organization with the Secretary of the State of Florida, and continue in perpetual existence unless sooner dissolved as provided by law.

ARTICLE THREE

The purpose of the Company shall be to such extent as a limited liability company organized under the Florida Limited Liability Company Act may now or hereafter lawfully do, either as principal or agent and either alone or in connection with other corporations, firms, or individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein

enumerated, or designed directly or indirectly to promote the interest of this Company or to enhance the value of its properties; and in general to do any and all things and exercise any and all powers, rights, and privileges which a limited liability company may now or hereafter be organized to do or to exercise under the laws governing limited liability companies in the State of Florida or under any act amendatory thereof, supplemental thereto, or substituted there from or to otherwise engage in any lawful activity either within or without the State of Florida. The Company may buy, sell, lease, rent, encumber, deal in or otherwise dispose of real or personal property including retail or wholesale sales, manufacturing, assembling, act as commission merchant, broker, jobber, dealer, import, export, or any other lawful business activity without limitation including acting as trustee, to do any and all other acts and things that are necessary or convenient to the attainment of the purposes of this Company and any of them, to the same extent as natural persons lawfully might or could do in any part of the world, insofar as such acts are permitted to be done by a company organized under the Limited Liability Company Act of Florida.

ARTICLE FOUR

The Company shall be managed by one or more Managing Member(s) appointed by the Members and the Managing Member(s) may delegate duties to designated agent or agents. The initial Managing Member to serve until replaced by the members of the Company is as follows:

HF 3, Inc..
777 Brickell Ave, Suite 1010
Miami, Florida 33134

ARTICLE FIVE

The initial street address of the Company's office and their mailing address, and the name of the initial Registered Agent are as follows:

Company's Street Address	Registered Agent/Address
777 Brickell Ave. Suite 1010 Miami, FL 33131	Frank R. S. Fabre 2310 Country Club Prado Coral Gables, FL 33134

The initial principal place of business of the Company is at:

777 Brickell Ave Suite 1010
Miami, Florida 33131

ARTICLE SIX

SUBSCRIBER: The Name and Post Office address of the Subscriber Member to these Articles of Organization is:

Frank R.S. Fabre
2310 Country Club Prado
Coral Gables, FL 33134

ARTICLE SEVEN

The Managing Member(s) with the consent of the majority of the ownership is authorized to make an Operational Agreement to govern the Company and to amend same from time to time.

ARTICLE EIGHT

A member may not transfer its interest without written consent of a majority of the remaining members except as otherwise provided in the initial

subscription. In the event of an Assignment or if a member ceases to have an interest in the Company, the Company shall still continue. The remaining members of the limited liability company shall continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company. The Manager may provide for transfer of initial contribution.

ARTICLE NINE


The Operating Agreement shall prescribe the contributions required of the member and may prescribe a reduction and loss of membership for failure to pay a required contribution after notice.

IN WITNESS WHEREOF, I have sent my hand and seal in Miami-Dade County, Florida, this 16 day of December, 2011.


FRANK R S FABRE

STATE OF FLORIDA
COUNTY OF
MIAMI-DADE

The foregoing instrument was acknowledged before me this ____ day of December, 2011, by FRANK R. S. FABRE, to me known to be the person described in and who signed the foregoing Articles of Organization, as subscriber's agent for Raul Enriquez, Cristina Henriquez, Silvia Henriquez de Escalona, Mario Henriquez, Victor Henriquez, Anabel Henriquez de Teran and Luis Fernando Henriquez and he acknowledged to me that he signed same freely and voluntarily.


Notary Public

