

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L04000070569
FILED 8:00 AM
September 28, 2004
Sec. Of State
Irrivers

Article I

The name of the Limited Liability Company is:

P&F NY, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

1101 BRICKELL AVENUE
SUITE N800
MIAMI, FL. US 33131

The mailing address of the Limited Liability Company is:

1101 BRICKELL AVENUE
SUITE N800
MIAMI, FL. US 33131

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

CARLOS E PORRAS
1101 BRICKELL AVENUE
N800
MIAMI, FL. 33131

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.

Registered Agent Signature: CARLOS E. PORRAS

Article V

The name and address of managing members/managers are:

Title: MGRM
SERGIO E PORRAS
1101 BRICKELL AVENUE, SUITE N800
MIAMI, FL. 33131 US

Title: MGRM
CARLOS E PORRAS
1101 BRICKELL AVENUE, SUITE N800
MIAMI, FL. 33131 US

Title: MGRM
SERGIO FLEITES
1101 BRICKELL AVENUE, SUITE N800
MIAMI, FL. 33131 US

Signature of member or an authorized representative of a member

Signature: CARLOS E. PORRAS

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