

7/23/09

FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FAX #: (850)487-6897

FROM: LAMONT, NEIMAN, INTERIAN & BELLET, P.A.

ACCT#: I20000000051

CONTACT: MERCY BANASCO / ALBERTO INTERIAN, ESQ.

PHONE: (305)530-9400

FAX #: (305)530-9409

NAME: JWM INVESTMENT HOLDINGS, LLC

AUDIT NUMBER.....H09000229709

DOC TYPE.....LIMITED LIABILITY COMPANY

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....1

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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Secretary of State

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

JWM INVESTMENT HOLDINGS, LLC

ARTICLE II - Address:

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

**20803 Biscayne Boulevard
Suite 502
Aventura, Florida 33180**

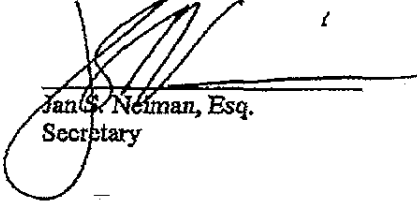
ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

**LAMONT NEIMAN INTERIAN & BELLET, P.A.
One Biscayne Tower
Two S. Biscayne Blvd., Ste. 3550
Miami, Florida 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, we hereby accept the appointment as registered agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as registered agent as provided for in Chapter 608, F.S..

REGISTERED AGENT


**Jan S. Neiman, Esq.
Secretary**

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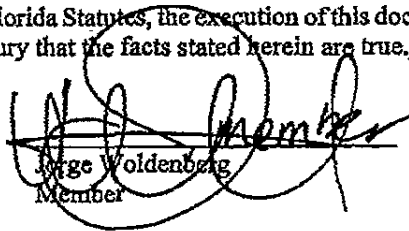
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ARTICLE IV - Management:

The Limited Liability Company is to be managed by one manager or more managers and is, therefore a manager - managed company.

The initial manager for the company shall be Jorge Woldenberg.

(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.)


Jorge Woldenberg
Member