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Florida Department of State
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DIVISION OF CORPORATION

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LIMITED LIABILITY COMPANY

holding title company, llc

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ARTICLES OF ORGANIZATION OF
HOLDING TITLE COMPANY, LLC
A FLORIDA LIMITED LIABILITY COMPANY

The undersigned desiring to form a Limited Liability Company under and pursuant to Section 608.404 of the Limited Liability Act, pursuant to Chapter 608 of the Florida Statutes, of the State of Florida, do hereby certify as follows:

FIRST: The name of said limited liability company shall be HOLDING TITLE COMPANY, LLC, and the mailing address and the street address of the principal office of the limited liability company shall be 1001 Brickell Bay Drive, Suite 2600, Miami, Florida 33131.

SECOND: HOLDING TITLE COMPANY, LLC shall have a perpetual duration from the date of filing of these Articles of Organization.

THIRD: The purpose for which, HOLDING TITLE COMPANY, LLC is formed

(A) to engage in any and all lawful acts or activities for which limited liability companies may be formed under Chapter 608 of the Statutes of the State of Florida.

FOURTH: The maximum number of ownership units which, HOLDING TITLE COMPANY, LLC, is authorized to have outstanding is one hundred (100), all of which shall be identical units, and each of which shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one (1) is the numerator and the total units outstanding is the denominator.

FIFTH: The limited liability company shall be member-managed and will have four (4) Members:

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Name: OSCAR GRISALES-RACINI

Percentage of Membership interest: 25%

Name: ALFONSO MARTINEZ

Percentage of Membership Interest: 25%

Name: MONICA MARTINEZ

Percentage of Membership Interest: 25%

Name: CLAUDIA MORENO

Percentage of Membership Interest: 25%

SIXTH: The initial Board of Directors will be composed of the following:

Name: OSCAR GRISALES-RACINI, President

Address: 1001 Brickell Bay Drive, Suite 2600, Miami, Florida 33131

Name: ALFONSO MARTINEZ, Vice-President

Address: 1001 Brickell Bay Drive, Suite 2600, Miami, Florida 33131

Name: MONICA MARTINEZ, Vice-President/Treasurer


Address: 1001 Brickell Bay Drive, Suite 2600, Miami, Florida 33131

Name: CLAUDIA MORENO, Vice-President/Secretary

Address: 1001 Brickell Bay Drive, Suite 2600, Miami, Florida 33131

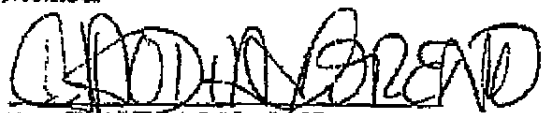
SEVENTH: The name and mailing address of the company's registered agent is OSCAR GRISALES-RACINI, whose mailing address is 1001 Brickell Bay Drive, Suite 2600, Miami, Florida 33131.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 1st day of July,
2002.


By: OSCAR GRISALES-RACINI
Member


By: ALFONSO MARTINEZ
Member


By: MONICA MARTINEZ
Member


By: CLAUDIA MORENO
Member

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Designation and Acceptance of Registered Agent

Pursuant to the provisions of Florida Statutes, the undersigned limited liability Company organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the limited liability Company is HOLDEND TITLE COMPANY, LLC
2. The name of the registered agent is OSCAR GRISALES-RACINI.
3. The address of the registered agent/registered office is 1001 Brickell Bay Drive, Suite 2600, Miami, Florida 33131.

Acceptance

Having been named as registered agent and designated to accept service of process for the above limited liability company, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision 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.


By: OSCAR GRISALES-RACINI

Date: July 1, 2002

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