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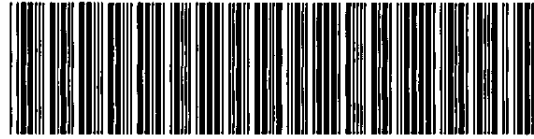
(Business Entity Name)

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**CORP DIRECT AGENTS, INC. (formerly CCRS)**  
**515 EAST PARK AVENUE**  
**TALLAHASSEE, FL 32301**  
**222-1173**

**FILING COVER SHEET**  
**ACCT. #FCA-14**

**CONTACT: RICKY SOTO**

**DATE: 02/26/2007**

**REF. #: 000150.64433**

**CORP. NAME: PONCE TRUST, LLC**

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- ARTICLES OF INCORPORATION       ARTICLES OF AMENDMENT       ARTICLES OF DISSOLUTION
- ANNUAL REPORT       TRADEMARK/SERVICE MARK       FICTITIOUS NAME
- FOREIGN QUALIFICATION       LIMITED PARTNERSHIP       LIMITED LIABILITY
- REINSTATEMENT       MERGER       WITHDRAWAL
- CERTIFICATE OF CANCELLATION

**(XX) OTHER: AMENDED & RESTATED ARTICLES OF ORGANIZATION**

**STATE FEES PREPAID WITH CHECK# 520324 FOR \$ 55.00**

**AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:**

**COST LIMIT: \$ \_\_\_\_\_**

**PLEASE RETURN:**

- CERTIFIED COPY       CERTIFICATE OF GOOD STANDING       PLAIN STAMPED COPY
- CERTIFICATE OF STATUS

Examiner's Initials

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION  
FOR  
PONCE TRUST, LLC**

These Amended and Restated Articles of Organization for PONCE TRUST, LLC are being filed pursuant to Section 608.411 of the Florida Limited Liability Company Act and hereby amend and restate in their entirety, the Articles of Organization filed for PONCE TRUST, LLC on January 7, 2004.

**Article I - Name**

The name of the Limited Liability Company is PONCE TRUST, LLC (the "Company").

**Article II - Address**

The mailing address and street address of the principal office of the Company is 5050 SW 83<sup>rd</sup> Street, Miami, FL 33143.

**Article III - Registered Agent and Office**

The street address of the Corporation's registered office is 5050 SW 83<sup>rd</sup> Street, Miami, FL 33143 and the name of the registered agent at such office is Randall Hill.

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. Dated this February 8, 2007.

  
Luis Lamar, Authorized Representative

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in these Amended and Restated Articles of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Florida Statutes Chapter 608. Dated February 8, 2007.

  
Randall Hill

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