

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

L04000040413
FILED 8:00 AM
May 27, 2004
Sec. Of State
jbryan

Article I

The name of the Limited Liability Company is:

ALTERRA CAPITAL LLC

Article II

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

1201 BRICKELL AVENUE
SUITE 450A
MIAMI, FL. 33131

The mailing address of the Limited Liability Company is:

1201 BRICKELL AVENUE
SUITE 450A
MIAMI, FL. 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:

MATHEW PAPUNEN
1201 BRICKELL AVE
SUITE 450A
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: MATHEW PAPUNEN

Article V

The name and address of managing members/managers are:

Title: MGRM
M GROUP REAL ESTATE INVESTMENT CORP
1201 BRICKELL AVE SUITE 450A
MIAMI, FL. 33131

Title: MGRM
AMALFI INVESTMENTS LLC
1201 BRICKELL AVE SUITE 450A
MIAMI, FL. 33131

Signature of member or an authorized representative of a member

Signature: MATHEW PAPUNEN

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