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Florida Department of State  
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Fax Number : (850)205-0383

From:  
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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

PONCE CIRCLE DEVELOPERS, L.L.C.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

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**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED  
LIABILITY COMPANY**

**ARTICLE I - Name:**

The name of the Limited Liability Company is: PONCE CIRCLE DEVELOPERS, L.L.C., A  
FLORIDA LIMITED LIABILITY COMPANY

**ARTICLE II - Address:**

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

232 ANDALUSIA AVENUE, SUITE 300, CORAL GABLES, FLORIDA 33134

**ARTICLE III - Duration:**

The period of duration for the Limited Liability Company shall be: Twenty-Nine (29) years from  
the date of filing with the Secretary of State.

**ARTICLE IV - Management:**

The Limited Liability Company is to be managed by the Managing Member and the name and  
address of the managing member is:

Rafael A. Sanchez      232 Andalusia Avenue, Suite 300  
Coral Gables, Florida 33134

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**ARTICLE V - Admission of Additional Members:**

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

1. Unanimous consent of all remaining members.
2. Any newly admitted member will be required to make a capital contribution in amount to be decided by the then remaining members.

**ARTICLE VI - Members Rights to Continue Business:**

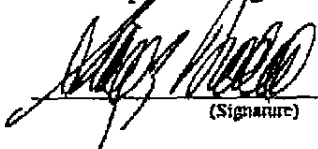
The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be controlled by the Operating Agreement executed by all members identified hereinafter.

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY 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: PONCE CIRCLE DEVELOPERS, L.L.C.
2. The name and address of the registered agent and office is: Sidney Z. Brodie, whose address is 7270 NW 12th Street, PH-I, Miami, Florida 33126.

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 property and complete performance of my duties, and I am familiar with the accept the obligations of my position as registered agent.

  
(Signature)

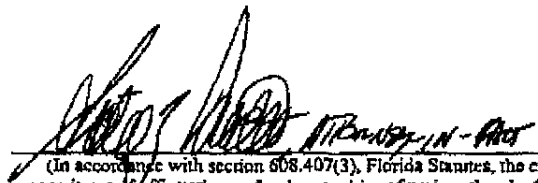
3/4/05  
(Date)

Designation of Registered Agent

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**SIGNATURE PAGE OF MEMBER OR  
AUTHORIZED REPRESENTATIVE OF MEMBER**

  
(In accordance with section 608.407(3), Florida Statutes, the execution of this affidavit constitutes affirmation under the penalties of perjury that the facts stated herein are true).