

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

L05000036256
FILED 8:00 AM
April 13, 2005
Sec. Of State
dcushing

Article I

The name of the Limited Liability Company is:

USA FONDO INMOBILIARIO, LLC

Article II

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

225 NE MIZNER BLVD.
SUITE 300
BOCA RATON, FL. 33432

The mailing address of the Limited Liability Company is:

2566 JARDIN WAY
WESTON, FL. 33327

Article III

The purpose for which this Limited Liability Company is organized is:

THE PURPOSE OF THE COMPANY IS TO INVEST IN RESIDENTIAL AND
COMMERCIAL REAL ESTATE FOR CAPITAL APPRECIATION AND INCOME.

Article IV

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

REALTY PARTNERS GROUP, INC.
225 NE MIZNER BLVD.,
SUITE 300
BOCA RATON, FL. 33432

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: GASTON REBOREDO, PRESIDENT

Article V

The name and address of managing members/managers are:

Title: MGR
REALTY PARTNERS GROUP, INC.
225 NE MIZNER BLVD., SUITE 300
BOCA RATON, FL. 33432

L05000036256
FILED 8:00 AM
April 13, 2005
Sec. Of State
dcushing

Article VI

The effective date for this Limited Liability Company shall be:

04/14/2005

Signature of member or an authorized representative of a member

Signature: GASTON REBOREDO, PRESIDENT