

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

L05000088782
FILED 8:00 AM
September 09, 2005
Sec. Of State
Irrivers

Article I

The name of the Limited Liability Company is:

365 GULF ROAD USA, LLC

Article II

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

1101 BRICKELL AVENUE, SOUTH TOWER
SUITE 400
MIAMI, FL. US 33131

The mailing address of the Limited Liability Company is:

1101 BRICKELL AVENUE, SOUTH TOWER
SUITE 400
MIAMI, FL. US 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:

MURAI WALD BIONDO MORENO & BROCHIN, PA
TWO ALHAMBRA PLAZA
PH 1B
CORAL GABLES, FL. 33134

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: RENE MURAI, PRESIDENT

Article V

The name and address of managing members/managers are:

Title: MGR
LEONIDAS A ORTEGA
1101 BRICKELL AVENUE, SOUTH TOWER , #400
MIAMI, FL. 33131 US

L05000088782
FILED 8:00 AM
September 09, 2005
Sec. Of State
Irrivers

Signature of member or an authorized representative of a member

Signature: LEONIDAS ORTEGA AMADOR