

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

L05000104078
FILED 8:00 AM
October 21, 2005
Sec. Of State
ncausseaux

Article I

The name of the Limited Liability Company is:

ALAYO BUILDING COMPANY LLC

Article II

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

2307 S. DOUGLAS ROAD
SUITE 501
MIAMI, FL. 33145

The mailing address of the Limited Liability Company is:

2307 S. DOUGLAS ROAD
SUITE 501
MIAMI, FL. 33145

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 P.A.
2 ALHAMBRA PLAZA
PENTHOUSE 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: CRISTINA ECHARTE BROCHIN

Article V

The name and address of managing members/managers are:

Title: MGR
JUAN J ALAYO
39 WEST 38TH STREET - 11TH FLOOR
NEW YORK, NY. 10018

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Article VI

The effective date for this Limited Liability Company shall be:

10/21/2005

Signature of member or an authorized representative of a member

Signature: CRISTINA ECHARTE BROCHIN