

08/11/2006
Division of Corporations

13:14

850270283

BLACKSTONE

PAGE 05

Page 1 of 1

L060000079946

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H06000203559 3)))



H060002035593ABC/

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : FILINGS, INC.
Account Number : 072720000101
Phone : (850) 385-6735
Fax Number : (954) 641-4192

RECEIVED

06 AUG 14 PM 3:18

DIVISION OF CORPORATIONS

FLORIDA/FOREIGN LIMITED LIABILITY CO.

TERRA 2 LANDHOLDING, LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

Electronic Filing Menu

Corporate Filing Menu

Help

Ho 6000203559

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 AUG 14 AM 9:28

ARTICLES OF ORGANIZATION OF

Terra 2 Landholding, LLC

These Articles of Organization of a Limited Liability Company under Florida Statutes Chapter 608 are made and entered into as of the 9th day of August, 2006.

1. Name. The name of the limited liability company is Terra 2 Landholding, LLC.
2. Duration. The company shall have a duration of thirty (30) years from the date hereof, unless earlier terminated in accordance with Florida Statutes Chapter 608.
3. Address. The address of the company's principal office shall be:

17070 Collins Avenue, Suite 256
Sunny Isles Beach, Florida 33160
4. Registered Agent and Address. The initial registered agent of the company is Carlos J. Villanueva, P.A., the address of which is:

17070 Collins Avenue
Suite 256
Sunny Isles Beach, Florida 33160.
5. New Members. The member(s) may admit new members upon agreement of the members upon terms determined hereafter by the members.
6. Continuation. Upon occurrence of an event listed in Florida Statute 608.407(1)(f), the then existing and/or non-bankrupt members may continue the business of the company, if all agree to do so.
7. Members and Management. The company shall be managed by its designated manager until the first annual meeting of the members or until a successor is elected and qualifies. The designated manager's name and address is as follows:

Jans Rovira Managing Member 2701 South Bayshore Dr. Suite 403,
Miami Florida 33133.

Ho 6000203559

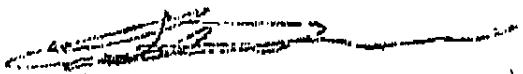
H06000203559

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 AUG 14 AM 9:28

Manuel Gil Managing Member 2701 South Bayshore Dr. Suite 403,
Miami, Florida 33133

8. Powers. This company shall have powers listed in Florida Statute 608.404.
9. Transferability. No member may transfer his, her or its interest in the company without the consent of the other members.
10. Regulations. The members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulations and management of the affairs of the company.
11. Arbitration. Dispute among members shall be settled by arbitration in Miami, Florida, pursuant to the rules and procedures of the American Arbitration Association.

The undersigned executed these Articles of Organization effective as of the date above first stated.


Carlos J. Villanueva, Attorney In Fact | Auth Rep of member

H06000203559

H06000203559

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 AUG 14 AM 9:28

Pursuant to the provisions of Section 608.415, 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:

Terra 2 Landholding, LLC

2. The name and address of the registered agent and office is:

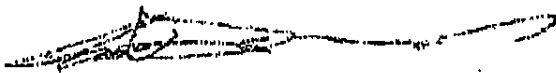
**Carlos J. Villanueva, P.A.
17070 Collins Avenue, Suite 600
Sunny Isles Beach, Florida 33160**

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.

Dated as of the 9th day of August, 2006.

SIGNED:

Carlos J. Villanueva, P.A.



BY:

Carlos J. Villanueva, President of
Carlos J. Villanueva, P.A.

H06000203559