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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. CITY OF PROGRESS, LLC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
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☒ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

CR2E031(7/97)

ARTICLES OF ORGANIZATION

OF

CITY OF PROGRESS, LLC

Article I
NAME

The name of this Florida limited liability company is CITY OF PROGRESS, LLC

Article II
PRINCIPAL PLACE OF BUSINESS

The initial street address of the company's principal place of business and the mailing address of the company is 2850 Douglas Road, Suite 400, Coral Gables, FL 33134

Article III
REGISTERED AGENT AND OFFICE

The name of the registered agent of this Company is Hector Hernandez, Esq. The street address of the Company's registered office in the State of Florida is 2850 Douglass Road, Penthouse Suite, Coral Gables, Florida 33134.

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Article IV
NO MEMBER LIABILITY

The private property of the member's shall not be subject to payment of the corporate debts in any event.

Article V
TRANSFERABILITY OF MEMBERSHIP INTERESTS

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article VI
INITIAL MEMBERS

The initial members of the company are:

Hector Hernandez, Esq.
2850 Douglas Road, Suite 400
Coral Gables, FL 33134

GALLARDO CONVERSIONS CORP.
2850 Douglas Road, Suite 400
Coral Gables, FL 33134

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Article VII
MANAGEMENT

This will be a member-managed company.

Article VII
COMPANY EXISTENCE

The company's existence shall begin effective as of February 13, 2007.

The undersigned authorized agent executed these Articles of Organization on February 13, 2007.

Hector Hernandez, Esq.,

CERTIFICATE OF DESIGNATION
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

1. The name and address of the Company is:

CITY OF PROGRESS, LLC
2850 Douglas Road, Suite 400
Coral Gables, FL 33134

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

Hector Hernandez, Esq.
2850 Douglas Road, Penthouse Suite
Coral Gables, FL 33134

ACKNOWLEDGMENT

Having been named as registered agent and to accept service of process for the above stated 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 am familiar with and accept the obligations of my position as registered agent.

Dated this 13th day of February, 2007.

Hector Hernandez, Esq.
Registered Agent's Signature