

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

L07000050002
FILED 8:00 AM
May 10, 2007
Sec. Of State
gmcleod

Article I

The name of the Limited Liability Company is:
PONCE FINANCIAL TOWERS, LLC.

Article II

The street address of the principal office of the Limited Liability Company is:
121 ALHAMBRA PLAZA
1600
CORAL GABLES, FL. 33134

The mailing address of the Limited Liability Company is:
121 ALHAMBRA PLAZA
1600
CORAL GABLES, FL. 33134

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:
R. L RENTZ
121 ALHAMBRA PLAZA
1600
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: R. LARRY RENTZ

Article V

The name and address of managing members/managers are:

Title: MGR
W. A MORRIS
121 ALHAMBRA PLAZA, SUITE 1600
CORAL GABLES, FL. 33134

Title: MGR
YAZMIN GIL
121 ALHAMBRA PLAZA, SUITE 1600
CORAL GABLES, FL. 33134

Title: MGR
DALE I GRAHAM
121 ALHAMBRA PLAZA, SUITE 1600
CORAL GABLES, FL. 33134

Title: MGR
R. L RENTZ
121 ALHAMBRA PLAZA, SUITE 1600
CORAL GABLES, FL. 33134

Signature of member or an authorized representative of a member

Signature: YAZMIN GIL

L07000050002
FILED 8:00 AM
May 10, 2007
Sec. Of State
gmcleod