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Division of Corporations

STEARNS WEAVER MILLER

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Florida Department of State

Division of Corporations

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

PONCE CAT, LLC

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ARTICLES OF ORGANIZATION

OF

PONCE CAT, LLC

ARTICLE I
NAME

The name of the Limited Liability Company is Ponce Cat, LLC (the "Company").

ARTICLE II
ADDRESS

The mailing address and street address of the principal office of the Company is c/o Mas Group, 3750 N.W. 87th Avenue, Suite 400, Miami, Florida 33178.

ARTICLE III
DURATION

The period of duration for the Company shall be perpetual.

ARTICLE IV
REGISTERED OFFICE AND AGENT AND ADDRESS

The name and street address of the registered agent of the Company in the State of Florida are:

<u>Name</u>	<u>Address</u>
Francisco J. Menendez	2200 Museum Tower 150 West Flagler Street Miami, Florida 33130

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IN WITNESS WHEREOF, the undersigned, in its capacity as sole member of the Company, has made and subscribed these Articles of Organization for the foregoing uses and purposes this 14th day of May, 2007.

By: 

JUAN CARLOS MAS, Sole Member

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submits the following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the Company is Ponce Cat, LLC.
2. The name and street address of the registered agent and office are:

Francisco J. Menendez
2200 Museum Tower
150 West Flagler Street
Miami, Florida 33130

REGISTERED AGENT=S ACCEPTANCE

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, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, Florida Statutes.

Dated: May 14, 2007

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Francisco J. Menendez, Registered Agent

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