

**L07000100547**Florida Department of State  
Division of Corporations  
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MENTEZ LLC

Certificate of Status	0
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10 JUN 11 AM 8:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. BRYAN

JUN 14 2010

**SECOND AMENDED AND RESTATED**  
**ARTICLES OF ORGANIZATION**  
**OF**  
**MENTEZ LLC**

These Second Amended and Restated Articles of Organization for Mentez LLC are being filed pursuant to Section 608.411 of the Florida Limited Liability Company Act and hereby amend, in their entirety, the Amended and Restated Articles of Organization filed with the Florida Secretary of State on June 4, 2010 under Document Number L07000100547.

**ARTICLE I - Name**

The name of the Limited Liability Company is Mentez LLC (the "Company").

**ARTICLE II - Address**

The street address and mailing address of the principal office of the Company is 501 Brickell Key Boulevard, Suite 501, Miami, Florida 33131.

**ARTICLE III - Management**

The Company shall be managed by its managers, as set forth in the company's Amended and Restated Operating Agreement dated June 11, 2010, and is therefore a manager-managed Company.

**ARTICLE IV - Purpose**

The purpose for which this Company is organized is to conduct any and all lawful business permitted under Florida law.

**ARTICLE V - Registered Agent and Office**

The street address of the Company's registered agent and office is 1200 S. Pine Island Road, Suite 250, Plantation, Florida 33324 and the name of its registered agent at such office is CT Corporation System.

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In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Dated this 11 day of June, 2010.

By: [Signature]  
Name: Juan Fueno  
Title: Authorized Signatory

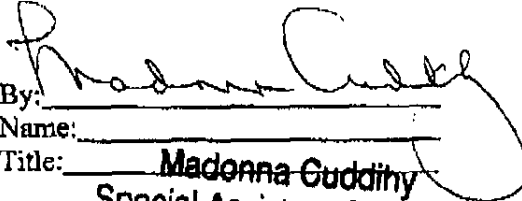
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**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named as Registered Agent and to accept service of process for Montez LLC at the place designated in these Articles of Organization, 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 Florida Statutes Chapter 608.

Dated this 11 day of June, 2010

CT CORPORATION SYSTEM

By:   
Name: \_\_\_\_\_  
Title: Madonna Cuddihy  
Special Assistant Secretary

MIA 181,243,771v3

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