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FLORIDA/FOREIGN LIMITED LIABILITY CO.

MADISON FINANCIAL SERVICES LLC

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**ARTICLES OF ORGANIZATION
OF
MADISON FINANCIAL SERVICES LLC**

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ARTICLE I

Name

The name of this limited liability company is MADISON FINANCIAL SERVICES LLC (hereinafter "the Company").

ARTICLE II

Address

The mailing address of the Company's principal office is 1201 Brickell Avenue, Suite 200, Miami, Florida 33131.

ARTICLE III

Duration

The Company's existence shall commence upon the filing of these Articles of Organization with the Florida Department of State and said existence shall be perpetual.

ARTICLE IV

Initial Registered Office and Agent

The name and mailing address of the initial registered office and the initial registered agent of the Company is:

Jessica Arias Fierman, Esq.
1201 Brickell Avenue, Suite 200
Miami, Florida 33131

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ARTICLE V

Purpose

The Company shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which Limited Liability Companies may be created under § 608.404, Fla. Stat., as amended and supplemented.

ARTICLE VI

Organizer

The name and street and mailing address of the person signing these Articles as Organizer is:

Jessica Arias Flerman, Esq.
1201 Brickell Avenue, Suite 200
Miami, Florida 33131

ARTICLE VII

Management

The Company will be managed by no less than one (1) manager and is, therefore, a manager-managed company. The following individuals shall be the initial managers:

Enrique Auvert

Irisliz Castellano

Ralza Namias

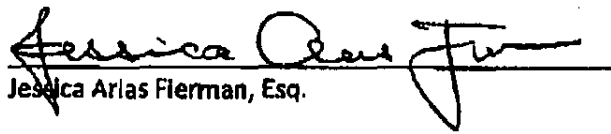
In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.


Jessica Arias Flerman, Esq.,
Authorized Representative

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ORGANIZER

IN WITNESS WHEREOF, I have made and subscribed these Articles of Organization this
22nd day of May 2008.


Jessica Arias Fierman, Esq.

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ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT this appointment of, and designation as registered agent for service of process within the State of Florida of Madison Financial Services LLC named in the Articles of Organization herein above set forth and I do hereby further state that I may be found as registered agent for service of process upon said proposed company at the address set forth in Article IV of such Articles.

IN WITNESS WHEREOF, as said registered agent, I have caused this statement to be signed on this 22nd day of May 2008.


Jessica Arlas Fierman, Esq.