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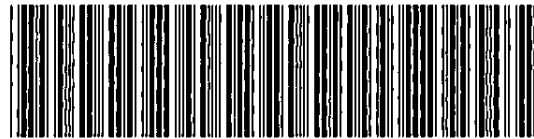
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TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

B. KOHR

SEP 15 2008

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 719884 4336650

AUTHORIZATION

Spuddean

COST LIMIT : \$ 190.00

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TALLAHASSEE, FLORIDA

ORDER DATE : September 12, 2008

ORDER TIME : 9:17 AM

ORDER NO. : 719884-010

CUSTOMER NO: 4336650

DOMESTIC FILING

NAME: CREDIT ANDORRA U.S., LLC

File 2nd

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

(2)XXX CERTIFIED COPY

(1)XXX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kimberly Moret - EXT. 2949

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
CRÈDIT ANDORRÀ U.S., LLC**

**ARTICLE I
NAME**

The name of this limited liability company is CRÈDIT ANDORRÀ U.S., LLC (the "Company").

**ARTICLE II
ADDRESS**

The mailing address and the street address of the principal office of the Company is 777 Brickell Avenue, Suite 1201, Miami, Florida 33131.

**ARTICLE III
BUSINESS PURPOSE**

The Company is being formed for the following purpose: (i) to engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida; (ii) to generally have and exercise all powers, rights, and privileges necessary and incident to carrying out properly the objects herein mentioned; (iii) to do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all the objects hereinbefore enumerated or incidental to the purposes and powers of the corporation or which at any time appear conducive thereto or expedient.

This Company shall have all the corporate powers enumerated in the Florida Limited Liability Company Act, as amended from time to time.

**ARTICLE IV
TERM OF EXISTENCE**

The Company shall have perpetual existence unless sooner dissolved in accordance with the Florida Limited Liability Company Act, as amended from time to time. Accordingly, the members of the Company may continue the Company and the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or as otherwise set forth in the operating agreement of the Company.

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TALLAHASSEE, FLORIDA

ARTICLE V
REGISTERED AGENT, REGISTERED OFFICE,
& REGISTERED AGENT'S SIGNATURE

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

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

ARTICLE VI
MANAGER

The Company shall be managed by one or more managers. The name, title, and address of the initial managers of Company are:

<u>Title:</u>	<u>Name and Address</u>
MGR	Xavier Cornella 777 Brickell Avenue Miami, Florida 33131
MGR	Miguel Valls Roca 777 Brickell Avenue Miami, Florida 33131
MGR	David Betbesé 777 Brickell Avenue Miami, Florida 33131
MGR	Genís Ros Armengol 777 Brickell Avenue Miami, Florida 33131
MGR	José Antonio Monreal Hurtado 777 Brickell Avenue Miami, Florida 33131

ARTICLE VII
AMENDMENTS

The Company, with the unanimous written consent of the members, shall have the right to amend or repeal any provisions contained in this Articles of Organization or any amendments

hereto. Further, the power to adopt, alter, amend or repeal the Company's limited liability company regulations shall be vested in the Company's members.

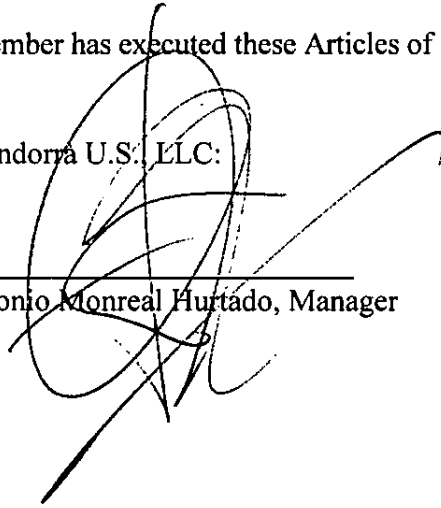
ARTICLE VIII **INDEMNIFICATION**

The Company shall indemnify any and all of its members, officers, employees or agents or former officers, employees or agents or any person or persons who may have served at its request as an officer, employee or agent of another company, corporation, partnership, joint venture, trust or other enterprise in which it owns an equity interest or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or her legal representative may be made a party or may be threatened to be made a party, by reason of her being or having been an officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any officer, employee or agent may be entitled as a matter of law or which she may be lawfully granted.

(Signature page to follow)

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization on this 11 day of September 2008.

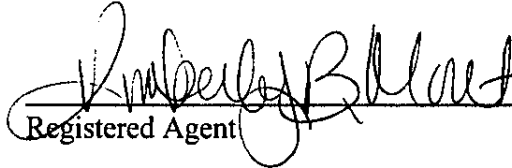
Crédit Andorra U.S. LLC:



José Antonio Monreal Hurtado, Manager

ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent for CRÉDIT ANDORRÀ U.S., LLC at the place designated in these Articles of Organization, hereby agrees to act in such capacity and to comply with the provisions of law in relation thereto.


Registered Agent **Kimberly B. Moret**
as its agent