

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations

Fax Number : (850) 617-6383

From:

Account Name : AVILA RODRIGUEZ HERNANDEZ MENA & FERRI LLP

Account Number : I20070000136

Phone : (305) 779-3564

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FLORIDA/FOREIGN LIMITED LIABILITY CO.**INFRA USA, LLC**

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ARTICLES OF ORGANIZATION
OF
INFRA USA, LLC

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, being a duly authorized representative of the members, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I
NAME

The name of the limited liability company is INFRA USA, LLC (the "Company").

ARTICLE II
ADDRESS

The principal office address of the Company is:

7135 SW 69 Court
Miami, FL 33143

The mailing address of the Company is:

7135 SW 69 Court
Miami, FL 33143

ARTICLE III
REGISTERED AGENT AND OFFICE

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

Interamerican Corporate Services LLC
2525 Ponce de Leon Blvd., Suite 1225
Coral Gables, Florida 33134

ARTICLE IV
OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal an operating agreement for the Company shall be vested in the Members of the Company.

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ARTICLE V
MANAGEMENT

The Company shall be conducted, carried on, and managed by at least one (1) Manager. The Managers shall also have the rights and responsibilities described in the Operating Agreement of the Company, if applicable. The Managers shall serve in such capacity until their successors are duly elected and qualified.

The names and addresses of the initial Managers are as follows:

<u>Title:</u>	<u>Name and Address:</u>
Manager	Humberto Hermida 7135 SW 69 Court Miami, FL 33143
Manager	Manuel Garcia Avila 7135 SW 69 Court Miami, FL 33143
Manager	Florentino P. Diaz 7135 SW 69 Court Miami, FL 33143

ARTICLE VI
DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, if applicable or (ii) by the written agreement of a majority of ownership interest if the Company.

ARTICLE VII
PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VIII
ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of a majority of the ownership interest of the Company, upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company, if applicable.

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IN WITNESS WHEREOF, the undersigned hereby executes these Articles of Organization as of the 14th day of July, 2009.

A handwritten signature in black ink, appearing to read 'Alcides I. Avila', is written over a horizontal line.

Alcides I. Avila
Duly Authorized Representative of the Members

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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for INFRA USA, LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that the undersigned is familiar with, and accepts, the obligations of such position on this 14th day of July, 2009.

INTERAMERICAN CORPORATE SERVICES LLC

By: 
Alcides I. Avila, Manager

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