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**FLORIDA/FOREIGN LIMITED LIABILITY CO.  
EL FONDO LAND AND OPPORTUNISTIC PROJECTS, LLC**

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EXAMINER

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**ARTICLES OF ORGANIZATION  
OF  
EL FONDO LAND AND OPPORTUNISTIC PROJECTS, LLC**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Act, Chapter 608, Florida Statutes.

**ARTICLE I  
NAME**

The name of this limited liability company (the "Company") is **EL FONDO LAND AND OPPORTUNISTIC PROJECTS, LLC** (the "Company").

**ARTICLE II  
ADDRESS**

The Company's mailing address and street address of the principal office of the Company is 11111 Biscayne Boulevard, Suite 725, Miami, FL 33181.

**ARTICLE III  
REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Company is Michael R. Casey and his address is c/o Adorno & Yoss, LLP, 350 East Las Olas Boulevard, Suite 1700, Fort Lauderdale, FL 33301.

**ARTICLE IV  
MANAGEMENT**

The Company will be a Manager-Managed Company. The Manager will be EL FONDO CAPITAL MANAGEMENT, LLC.

The undersigned executed these Articles of Organization on this 21<sup>st</sup> day of January, 2010.

Authorized Representative of the Members:

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

  
\_\_\_\_\_  
Michael R. Casey

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**CERTIFICATE OF DESIGNATION  
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

**EL FONDO LAND AND OPPORTUNISTIC PROJECTS, LLC**

2. The name and the Florida address of the registered agent are:

Michael R. Casey  
c/o Adorno & Yoss, L.L.P.  
350 East Las Olas Boulevard, Suite 1700  
Fort Lauderdale, FL 33301

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, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Michael R. Casey

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