

From: **2100000 96/26** 03/07/2010 15:03 #686 P. 001/001
Division of Corporations Page 1 of 1

Florida Department of State
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To: Division of Corporations
Fax Number : (850) 617-6383

From: Account Name : NATIONAL CORPORATE RESEARCH, LTD.
Account Number : I20000000088
Phone : (800) 221-0102
Fax Number : (212) 564-6083

**Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

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FLORIDA LIMITED LIABILITY CO.
GADIR SOLAR USA, LLC

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ARTICLES OF ORGANIZATION

OF

GADIR SOLAR USA, LLC

a Florida limited liability company

1. The name of this limited liability company is **GADIR SOLAR USA, LLC** (the "Company").

2. The Company shall have all of the powers enumerated in the Florida Limited Liability Company Act, as amended from time to time.

3. The principal place of business, street address and the mailing address of the Company is:

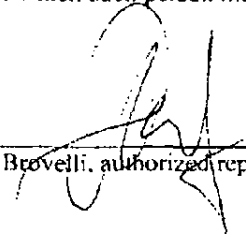
1200 Brickell Avenue, Suite 1950
Miami, FL 33131

4. The name and street address of the registered agent of the Company is:

National Corporate Research, Ltd.
515 East Park Avenue,
Tallahassee, Florida, 32301

5. The Company shall indemnify any and all of its members, managers, officers, employees or agents or former managers, officers, employees or agents or any person or persons who may have served at its request as a manager, 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 their legal representative may be made a party or may be threatened to be made a party, by reason of such person 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 manager, officer, employee or agent may be entitled as a matter of law or which such person may be lawfully granted.

Dated this 8th day of March 2010.

By: 
Carolina Brovelli, authorized representative.

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TALLAHASSEE, FLORIDA

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ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent for **GADIR SOLAR USA, 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. The undersigned is familiar with the obligations of a Registered Agent under the Florida Limited Liability Company Act.

National Corporate Research, Ltd.

By: *Kelly A. Herpkill*

Name: *Kelly A. Herpkill*

Title: *Assistant Secretary*

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