

**Electronic Articles of Organization  
For  
Florida Limited Liability Company**

L10000106013  
FILED 8:00 AM  
October 11, 2010  
Sec. Of State  
jbryan

**Article I**

The name of the Limited Liability Company is:

ECOVENTURES CAPITAL FUND PHASE II, LLC

**Article II**

The street address of the principal office of the Limited Liability Company is:

4500 BISCAYNE BLVD.  
SUITE 105  
MIAMI, . 33137

The mailing address of the Limited Liability Company is:

4500 BISCAYNE BLVD.  
SUITE 105  
MIAMI, . 33137

**Article III**

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

**Article IV**

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

JOSE E LATOUR ESQ.  
4500 BISCAYNE BLVD.  
SUITE 105  
MIAMI, FL. 33137

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.

Registered Agent Signature: JOSE E. LATOUR, ESQ.

### **Article V**

The name and address of managing members/managers are:

Title: MGRM  
JUD LAIRD  
4500 BISCAYNE BLVD., STE. 105  
MIAMI, FL. 33137 US

Title: MGR  
ESTEBAN LONDONO  
4500 BISCAYNE BLVD., STE. 105  
MIAMI, FL. 33137 US

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### **Article VI**

The effective date for this Limited Liability Company shall be:

10/11/2010

Signature of member or an authorized representative of a member

Signature: JOSE E. LATOUR