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9974 NO. 1026, LLC

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## AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted May 10, 2011 by the members pursuant to section 608.411, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Organization was approved by the members by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Organization supersede the original Articles of Organization, as amended.

### Article I. Name

If no old name is listed below, the name of this Florida limited liability company has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: 9974 No. 1026, LLC  
Old Name:

### Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on April 26, 2011.

### Article III. Address

The Company's street and mailing address is:

9974 No. 1026, LLC  
1125 South Alhambra Circle  
Coral Gables FL 33146

### Article IV. Registered Agent

The name and street address of the Company's registered agent is:

Carlos Santa-Cruz  
1125 South Alhambra Circle  
Coral Gables FL 33146

Martinez-Esteve & Lopez-Castro  
1500 San Remo Ave Ste 290  
Coral Gables FL 33146  
305-665-6335

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Article V. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article VI. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VII. Management

This will be a member-managed company. The name and address of each member is:

CARLOS SANTA-CRUZ  
1125 South Alhambra Circle Coral Gables FL 33146

DANIEL MOTHÁ  
1125 South Alhambra Circle Coral Gables FL 33146

Martinez-Esteve & Lopez-Castro  
1500 San Remo Ave Ste 290  
Coral Gables FL 33146  
305-665-6335

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Article VIII. Company Existence

The Company's existence will begin effective upon the filing date of the original Articles of Organization.

The undersigned executed these Amended and Restated Articles of Organization on the date shown below.

9974 No. 1026, LLC

By: 

by Diana Urrego as attorney-in-fact

Name: Carlos Santa-Cruz

Title: Member

Date: May 10, 2011

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

LIMITED LIABILITY COMPANY:

9974 No. 1026, LLC

REGISTERED AGENT/OFFICE:

Carlos Santa-Cruz

1125 South Alhambra Circle

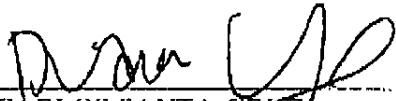
Coral Gables FL 33146

Martinez-Esteve & Lopez-Castro  
1500 San Remo Ave Ste 290  
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I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



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CARLOS SANTA-CRUZ  
by Diana Urrego as attorney-in-fact

Date: May 10, 2011

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