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Florida Department of State
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L. SELLERS

MAY 12 2011

To:

Division of Corporations
Fax Number : (850)617-6383

EXAMINER

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (561)694-8107
Fax Number : (561)694-1639

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

Email Address: _____

FLORIDA LIMITED LIABILITY CO.**Ponce Lots LLC**

Certificate of Status	1
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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Ponce Lots LLC

Article II. Address

The street and mailing address of the Company's initial principal office is:
Ponce Lots LLC
2601 South Bayshore Drive, Suite 1200
Miami FL 33133

Article III. Registered Agent

The name and street address of the Company's registered agent is:
NS Corporate Services Inc.
1110 Brickell Ave., Ste. 310
Miami FL 33131

Article IV. 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.

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Article V. 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 VI. Management

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

Joseph Horn
2601 South Bayshore Drive, Suite 1200
Miami FL 33133
Ralph Horn
2601 South Bayshore Drive, Suite 1200
Miami FL 33133
Allen Greenwald
2601 South Bayshore Drive, Suite 1200
Miami FL 33133

Article VII. Company Existence

The Company's existence shall begin effective as of May 11, 2011.

The undersigned authorized representative of a member executed these Articles of Organization on 5/11/2011.



CORPORATE CREATIONS INTERNATIONAL INC.

Taide Baez Vice President

by W. Phillip Palmisano as attorney-in-fact

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Ponce Lots LLC

REGISTERED AGENT/OFFICE:

NS Corporate Services Inc.
1110 Brickell Ave., Ste. 310
Miami FL 33131

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. 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.



NS CORPORATE SERVICES INC.
by W. Phillip Palmisano as attorney-in-fact

Date: May 11, 2011.