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**ARTICLES OF ORGANIZATION
OF
IB COCONUT GROVE HOLDCO, LLC.**

ARTICLE I - Name

The name of the Limited Liability Company is IB Coconut Grove Holden, LLC (the "Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is c/o Alejandro Orestano, InterBolsa USA, 1200 Brickell Avenue, Suite 800, Miami, Florida 33131

ARTICLE III - Management

The Company shall be managed by its manager, as set forth in the company's Operating Agreement and is therefore a manager-managed Company. The initial manager of the Company is InterBolsa USA Holdings Inc..

ARTICLE IV - Registered Agent and Office

The street address of the Company's initial registered agent and office is 1200 S. Pine Island Road, Plantation, Florida 33324 and the name of its initial registered agent at such office is CT Corporation System.

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

Dated this 8th day of June, 2011.


Debra Palmisano
Authorized Person

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent and to accept service of process for **Coconut Grove Holdco, LLC** at the place designated in these Articles of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Florida Statutes Chapter 608.

Dated this 8th day of June, 2011

CT CORPORATION SYSTEM

By: 

Name:

Title:

Madonna Cuddihy

Special Assistant Secretary

MIA 181,929.684v1

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