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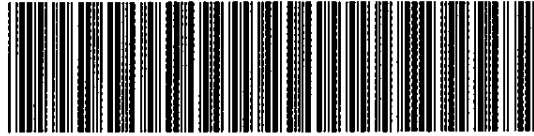
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**DATE: 08/11/2011**

**NAME: TERRA GS HOLDINGS, LLC**

**TYPE OF FILING: ARTICLES OF ORGANIZATION**

**COST: \$155**

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**ARTICLES OF ORGANIZATION**

**OF**

**TERRA GS HOLDINGS, LLC**

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These Articles of Organization have been filed with the Florida Department of State in accordance with the Florida Limited Liability Company Act, Chapter 608, Florida Statutes (the "Act"). Capitalized terms used herein are intended to be defined terms and shall have the meanings ascribed to them herein.

**ARTICLE I**

**NAME**

The name of the Limited Liability Company is **TERRA GS HOLDINGS, LLC** (the "Company").

**ARTICLE II**

**ADDRESS**

The mailing address and street address of the principal office of the Company is 1900 North Bayshore Drive, Suite 204-A, Miami, Florida 33132.

**ARTICLE III**

**REGISTERED AGENT AND OFFICE**

The name and street address of the Company's initial registered agent and office are:

David Martin  
1900 North Bayshore Drive  
Suite 204-A  
Miami, Florida 33132

**ARTICLE IV**

**MANAGEMENT**

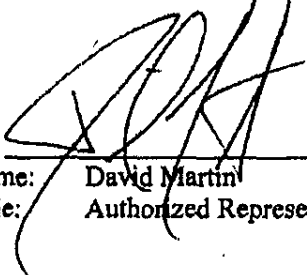
The Company is to be a "manager-managed" limited liability company for purposes of the Act and shall be managed by one or more managers to be designated in the manner described in the Company's operating agreement. The name and address of the initial manager is as follows:

Pedro A. Martin  
1900 North Bayshore Drive, Suite 204-A  
Miami, Florida 33132

David Martin  
1900 North Bayshore Drive, Suite 204-A  
Miami, Florida 33132

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 8 day of August, 2011.

By:   
Name: David Martin  
Title: Authorized Representative

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named as Registered Agent and to accept service of process for the above stated limited liability company 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 8 day of August, 2011.

  
David Martin