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**FLORIDA LIMITED LIABILITY CO.
GAINSIGN FLORIDA, LLC**

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**ARTICLES OF ORGANIZATION OF
GAINSIGN FLORIDA, LLC.**

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The undersigned, acting as the organizer and authorized by the members of GAINSIGN FLORIDA, LLC., under the Florida Limited Liability Company Act, adopts the following Articles of Organization:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the limited liability company is: **GAINSIGN FLORIDA, LLC.**

ARTICLE II. DURATION

The duration of this Limited Liability Company shall be perpetual unless terminated by law or its members.

ARTICLE III. PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The initial principal office address and mailing address of the Limited Liability Company formed hereby is 10 NW Le Jeune Road, Suite 500, Miami, Florida 33126.

ARTICLE IV. NAME AND STREET ADDRESS OF INITIAL REGISTERED AGENT

The name of the initial registered agent is Esquire Corporate Services, Inc., and its street address is 10 NW Le Jeune Road, Suite 500, Miami, Florida 33126.

ARTICLE V. RIGHTS OF MEMBERS

The members of this Limited Liability Company, among other things, reserve the right to: (a) admit new members if unanimously agreed to by all members, and (b) continue this Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

ARTICLE VI. MANAGEMENT

This Limited Liability Company shall be managed by one or more managers. The initial managers of the Company shall be Rene Gustavo Rosas Best, Jose Antonio Guerrero Rivas, Maria del Pilar Martinez de Guerrero and Victoria Magalli Jubis Diaz who shall serve until their resignation or replacement pursuant to the Company's Operating Agreement.

IN WITNESS WHEREOF, the undersigned, authorized representative of the members has executed these Articles of Organization this 6th of December 2011.

NICOLAS FERNANDEZ, P.A.

By: 

Nicolas Fernandez, President

12-05-'11 18:20 FROM-Nicolas Fernandez,PA 3054610410

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for **GAINSIGN FLORIDA, LLC**, in the foregoing Articles of Organization, we hereby agree to accept service of process for said Limited Liability Company and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

ESQUIRE CORPORATE SERVICES,
INC., a Florida Corporation

By: 

Nicolas Fernandez, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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