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(Business Entity Name)

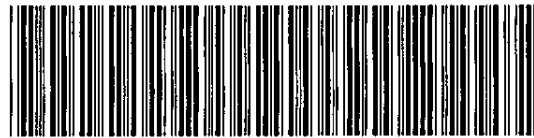
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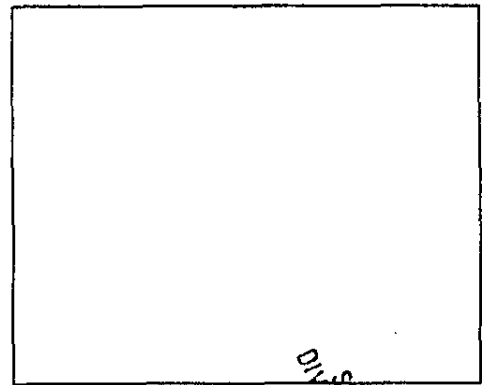


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WALK-IN

ENTITY NAME:

JCX LLC

CK# 3746 FOR \$282.50 (\$180.00 for this filing)

PLEASE FILE THE ATTACHED CONVERSION & RETURN THE FOLLOWING:

☒ XXX CERTIFIED COPY

☐ STAMPED COPY

☐ CERTIFICATE OF STATUS

Examiner's Initials

CERTIFICATE OF CONVERSION  
FOR  
JCX PARTNERSHIP  
"Other Business Entity"  
INTO  
JCX LLC  
"FLORIDA LIMITED LIABILITY COMPANY"

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This Certificate of Conversion and attached Articles of Organization are submitted to convert JCX Partnership, the "Other Business Entity" into JCX LLC a Florida Limited Liability Company in accordance with s.608.439, Florida Statutes.

1. JCX Partnership is a General Partnership organized on June 23, 2004 under the laws of Florida.
2. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: JCX LLC. GP1100001543
3. The conversion is permitted by the applicable laws governing the other business entity and the conversion complies with such laws and requirements of s.608.439, F.S., in effecting the conversion.
4. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

Signed this 7 day of December, 2011.

Signature of the Authorized Representative of the Limited Liability Company, JCX LLC:

By: 

Printed Name: Juan Carlos Valderrama

Signature on behalf of JCX Partnership (one General Partner):

By: 

Printed Name: Juan Carlos Valderrama

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**ARTICLES OF ORGANIZATION OF**  
**JCX LLC**

**ARTICLE I**  
**NAME**

The name of this Limited Liability Company shall be JCX LLC (the "Company").

**ARTICLE II**  
**PRINCIPAL PLACE OF BUSINESS**

The principal place of business of the Company shall be 1221 Brickell Avenue, Suite 860, Miami, FL 33131, and such other place or places as the member from time to time may determine. The mailing address of the Company is 1221 Brickell Avenue, Suite 860, Miami, FL 33131.

**ARTICLE III**  
**INITIAL REGISTERED OFFICE AND**  
**REGISTERED AGENT**

The initial registered agent of the Company shall be Atrium Registered Agents, Inc. The address of the initial registered agent is 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146.

**ARTICLE IV**  
**MANAGEMENT**

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager – managed company.

**ARTICLE V**  
**DURATION**

The period of duration of the Company shall be perpetual, and the Company shall be in existence until dissolved in a manner provided by law, or as provided in the Operating Agreement.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed on the 7 day of December, 2011, effective upon filing same with the Florida Department of State.

  
\_\_\_\_\_  
Juan Carlos Valdano, Authorized Representative

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT DESIGNATING ITS REGISTERED OFFICE AND REGISTERED AGENT IN FLORIDA.

1. The name of the limited liability company is:

JCX LLC

2. The name and address of the registered agent and office is:

Atrium Registered Agents, Inc.  
1500 San Remo Avenue, Suite 125  
Coral Gables, Florida 33146

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN THIS CERTIFICATE, REGISTERED AGENT HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. REGISTERED AGENT FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND IS FAMILIAR WITH AND ACCEPTS THE DUTIES AND OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT.

ATRIUM REGISTERED AGENTS, INC.

By: 

Leslie Share, Vice President

Date: December 7, 2011