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# LLC AMND/RESTATE/CORRECT OR M/MG RESIGN LÉBASI, LLC

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1/30/2013

# AMENDED AND RESTATED ARTICLES OF ORGANIZATION OF LEBASI, LLC

The undersigned being a duly authorized representative of a member, pursuant to the provisions of Florida Statutes Section 608.411, adopts the following Amended and Restated Articles of Organization of LEBASI, LLC, a limited liability company duly organized and existing under the laws of the State of Florida as filed with the Florida Department of State on January 7, 2010 (the "Amended and Restated Articles of Organization"):

#### ARTICLE I

#### NAME

The name of the limited liability company is LEBASI, LLC (the "Company").

#### ARTICLE II

#### PRINCIPAL AND MAILING ADDRESS

The principal office and mailing address of the Company is:

201 S. Biscayne Boulevard Suite 800 Miami, Florida 33131

#### ARTICLE III

# REGISTERED AGENT AND REGISTERED OFFICE

The Company designates 201 S. Biscayne Boulevard, Suite 800, Miami, Florida 33131 as the street address of the registered office of the Company and names Law Center of the Americas, LLC as the Company's registered agent at that address to accept service of process within this state.

## ARTICLE IV

#### **DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated in accordance with the Company's Operating Agreement.

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#### ARTICLE V

#### **MANAGEMENT**

The Company shall be conducted, carried on, and managed by at least one (1) Manager. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company, if applicable. The Manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified. All Managers, other than the initial Managers, shall be appointed or elected solely as provided in the Operating Agreement.

#### ARTICLE VI

#### **MANAGERS**

The name and address of the Managers of the Company are:

Raymundo del Castillo Gonzalez 201 South Biscayne Boulevard Suite 800 Miami, Florida 33131

Raymundo del Castillo Vazquez 201 South Biscayne Boulevard Suite 800 Miami, Florida 33131

# ARTICLE VII

#### **PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

#### ARTICLE VIII

# **ADDITIONAL MEMBERS**

Additional Members may be admitted upon (1) the unanimous written consent of the then existing Members or (2), in the manner set forth in the Operating Agreement of the Company, if applicable.

#### ARTICLE IX

#### **OPERATING AGREEMENT**

Once adopted by the Members, the power to alter, amend and/or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company, if applicable.

### ARTICLE X

#### **AMENDMENT**

The power to adopt, alter, amend, or repeal the Articles of Organization of the Company shall be only upon the unanimous written consent of all the existing Member(s) of the Company and in accordance with the procedures set forth in the Operating Agreement of the Company, if applicable.

These Amended and Restated Articles of Organization of the Company are hereby executed this 24 day of Javan, 2013.

Name: Steven H. Hagen

Title: Duly Authorized Representative

of a Member

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# ACCEPTANCE OF REGISTERED AGENT

LAW CENTER OF THE AMERICAS, LLC

Name: Steven H. Hagen

Title: Vice President

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