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REUS MEMORIAL BOULEVARD LLC

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
REUS MEMORIAL BOULEVARD LLC**

First: The Articles of Organization of REUS Memorial Boulevard LLC were filed on March 7, 2012 and assigned Document Number L12000032816.

Second: Such Articles of Organization (the "Articles") are hereby deleted in their entirety and Amended and Restated as follows:

**ARTICLE I.
NAME**

The name of the limited liability company is REUS Memorial Boulevard LLC (the "Company").

**ARTICLE II.
MAILING AND STREET ADDRESS**

The mailing address and street address of the principal office of the Company shall be 701 Brickell Avenue, Suite 1720, Miami, Florida 33131, Attention: Claudio Zichy.

**ARTICLE III.
REGISTERED AGENT AND OFFICE**

The name of the registered agent and the street address of the registered office are CFKA, LLC, 100 S. Ashley Drive, Suite 400, Tampa, Florida 33602.

**ARTICLE IV.
DURATION**

The Company shall commence its existence on the date that the Articles are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in the Company's Operating Agreement.

**ARTICLE V.
MANAGEMENT**

The Company shall be a manager managed limited liability company and shall be managed in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. The initial Managers are as follows:

Fernando Sanchez	-	701 Brickell Avenue, Suite 1720 Miami, Florida 33131
Francisco Herrera	-	701 Brickell Avenue, Suite 1720 Miami, Florida 33131
Claudio Zichy	-	701 Brickell Avenue, Suite 1720 Miami, Florida 33131
Mario Valdivia	-	701 Brickell Avenue, Suite 1720 Miami, Florida 33131

These Amended and Restated Articles of Organization have been duly executed on the date set forth below and are being filed in accordance with §608.411, Florida Statutes. In accordance with the terms of §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.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Amended and Restated Articles of Organization on this 5th day of April, 2012.



Claudio Zichy, Manager

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Company, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in that capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this 5th day of April, 2011.

CFRA, LLC, a Florida Limited Liability Company

By: 

William D. Rohrer, Esq., Authorized Representative