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AMENDED AND RESTATED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

HISTORIC PONCE DAVIS LLC

These Amended and Restated Articles of Organization of Historic Ponce Davis LLC are being filed pursuant to Section 608.411 of the Florida Limited Liability Company Act and hereby amend, in their entirety, the Articles of Organization filed with the Florida Secretary of State on September 5, 2012 under Document Number 1.12000113451.

ARTICLE 1 - Name

· The name of the Limited Liability Company is Historic Ponce Davis LLC (the "Company").

ARTICLE II - Address

The street address and mailing address of the principal office of the Company is 4770 S.W. 78 Street, Miami, Florida 33143.

ARTICLE III - Management

The Company shall be managed by its sole Member and is therefore a member-managed Company. The name and address of the managing-member of the Company is Cesar L. Alvarez, 4770 S.W. 78 Street, Miami, Florida 33143.

ARTICLE IV - Registered Agent and Office

The street address of the Company's registered agent and office is 4770 S.W. 78 Street, Miami, Florida 33143, and the name of its initial registered agent at such office is Cesar L. Alvarez.

ARTICLE V - Purpose

The purpose for which this Limited Liability Company is organized is for any and all lawful business.

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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 Myday of April, 2013

Name: Cesar L. Alvarez Title: Managing Member

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent and to accept service of process for Historic Ponce Davis LLC 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 22 day of April, 2013.

Name: Cesar L. Alvarez

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