

Division of Corporations

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Florida Department of State
Division of Corporations
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**FLORIDA LIMITED LIABILITY CO.
MERA FLL, LLC**

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EXAMINER

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**ARTICLES OF ORGANIZATION
OF
MERA FLL, LLC**

The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company is **MERA FLL, LLC** (the "Company").

ARTICLE II

THE PRINCIPAL BUSINESS AND MAILING ADDRESS

The principal business and mailing address of the Company is:

301 East Las Olas Blvd., 4th Floor
Fort Lauderdale, FL 33301
Attention: Raul Incera

ARTICLE III

REGISTERED AGENT AND REGISTERED OFFICE

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

ARTICLE IV

DURATION AND TERMINATION

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 Florida law and also in accordance with the Operating Agreement of the Company, if applicable.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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 of the Company, if applicable.

ARTICLE VI

INITIAL MANAGERS

The name and addresses of the initial Managers of the Company are:

Rafael Felipe de Jesus Aguirre Gomez
c/o 201 S. Biscayne Blvd.
Suite 800
Miami, Florida 33131

Gabriel Marquez de la Torre
c/o 201 S. Biscayne Blvd.
Suite 800
Miami, Florida 33131

ARTICLE VII

INITIAL OFFICER

The name and address of the initial Officer of the Company is:

Rafael Felipe de Jesus Aguirre Gomez	President/Secretary
c/o 201 S. Biscayne Blvd.	
Suite 800	
Miami, Florida 33131	

ARTICLE VIII

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.

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ARTICLE IX

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 X

OPERATING AGREEMENT

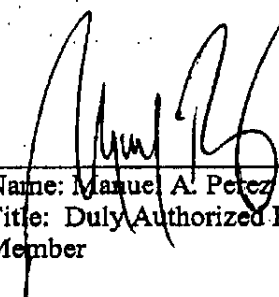
The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Member(s) of the Company in the manner set forth in the Operating Agreement of the Company, if applicable.

ARTICLE XI

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 or as otherwise provided in and in accordance with the procedures set forth in the Operating Agreement of the Company, if applicable.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 13th day of November, 2012.


Name: Manuel A. Perez
Title: Duly Authorized Representative of a
Member

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TALLAHASSEE, FLORIDA

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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for MERA FLL, LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 13th day of November, 2012.

LAW CENTER OF THE AMERICAS, LLC

By: 
Name: Manuel A. Perez
Title: Vice President

I, the undersigned, do hereby certify that the foregoing is a true and correct copy of the original of the above-captioned document, and that the same has been filed for record in the office of the Secretary of State, Tallahassee, Florida, on this 13th day of November, 2012.

APPROVED
AND
FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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