

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA LIMITED LIABILITY CO.
PROSPECT PLACE DC, LLC

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**ARTICLES OF ORGANIZATION
OF
PROSPECT PLACE DC, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Revised Limited Liability Company Act, Florida Statutes Chapter 605, as amended, hereby makes, acknowledges and files the following Articles of Organization:

ARTICLE I

Name

The name of the limited liability company (the "Company") is:

PROSPECT PLACE DC, LLC

ARTICLE II

Address

The mailing address and principal office address of the Company is:

4000 Ponce de Leon
Suite 415
Coral Gables, FL 33146

ARTICLE III

Registered Agent and Registered Office

The name and the Florida street address of the registered agent are:

Corporation Company of Miami
201 South Biscayne Boulevard
Suite 1600 (LAD)
Miami, Florida 33131

ARTICLE V

Management

The Company shall be managed by one or more managers (who shall be designated "Manager(s)") and is, therefore, a manager-managed company within the meaning of Section 605.0407, Florida Statutes. The rights, duties and obligations of the Manager(s) and the member(s) of the Company shall be as set forth in writing in the operating agreement of the Company.

The name of the initial manager is **Guillermo A. Zuloaga Nuñez.**

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IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization for the foregoing uses and purposes this January 8, 2014.

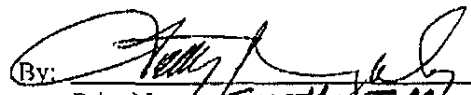
By: 
Luis A. de Armas, Authorized Representative

ACCEPTANCE OF REGISTERED AGENT

Having been named the registered agent and to accept service of process for PROSPECT PLACE DC, LLC, a limited liability company, at the place designated in these Articles, 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 the position as registered agent as provided for in Chapter 605.0113, F.S.

Dated: January 8, 2014.

CORPORATION COMPANY OF MIAMI

By: 
Print Name: Timothy J. Murphy
Title: Vice President

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TALLAHASSEE, FLORIDA

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