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FLORIDA LIMITED LIABILITY CO.  
ANCLA GROUP, LLC

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K. SALY  
EXAMINER

MAR - 5 2014



March 3, 2014

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

SUBJECT: ANCLA GROUP, LLC  
REF: W14000013538

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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The document number of the name conflict is P02000117900 "ANCLA GROUP INCORPORATED".

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Karen A Saly  
Regulatory Specialist II

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**ARTICLES OF ORGANIZATION  
OF  
ANCLA HOLDINGS, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Revised Limited Liability Company Act, pursuant to Chapter 605 of the Florida Statutes, hereby makes, acknowledges and files the following Articles of Organization (the "Articles").

**ARTICLE I  
NAME**

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

**ARTICLE II  
MAILING AND STREET ADDRESS**

The mailing address and street address of the principal office of the Company shall be 1815 Purdy Avenue, Miami Beach, Florida 33139.

**ARTICLE III  
REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent of the Company in the State of Florida is Torres Law, P.A., 3325 South University Drive, Suite 200, Fort Lauderdale, Florida 33328.

**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 Operating Agreement.

**ARTICLE V  
PROFITS AND LOSSES**

Profits and losses shall be allocated to the members, as provided in the Operating Agreement, duly adopted and as amended from time to time by the members.

**ARTICLE VI  
RESTRICTIONS ON MEMBERSHIP**

No additional members shall be admitted to the Company except upon such terms and conditions as set forth in the Operating Agreement. Contributions required of new members

shall be determined as of the time of admission to the Company. A member may transfer his, her or its interest in the Company, as set forth in the Operating Agreement, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member, unless the proposed transfer is approved in accordance with the requirements set forth in the Operating Agreement.

**ARTICLE VII  
MANAGEMENT; INITIAL MANAGING MEMBER**

The Company shall be a member-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 Operating Agreement may contain any provisions for the regulation and management of the business and operations of the Company, not inconsistent with Florida law or the Articles. The initial Managing Members of the Company shall be Enrique Colmenares and Julia Amodeo, 1815 Purdy Avenue, Miami Beach, Florida 33139.

**ARTICLE VIII  
AMENDMENT**

The Articles may be amended only in accordance with the Operating Agreement.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Organization on this 4th day of March, 2014.

By: /s/ Enrique Colmenares  
Name: Enrique Colmenares  
Authorized Representative

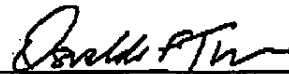
**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, Torres Law, P.A. (Document No. P05000012792) having been named the Registered Agent of ANCLA HOLDINGS, LLC, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 605.0113.

TORRES LAW, P.A.

March 4, 2014

By: \_\_\_\_\_



Osvaldo F. Torres,  
Registered Agent