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**FLORIDA LIMITED LIABILITY CO.
 BRICKELL FINANCE USA LLC**

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**ARTICLES OF ORGANIZATION OF
BRICKELL FINANCE USA LLC**

The undersigned hereby subscribes these Articles of Organization for the purposes of organizing a limited liability company under the laws of the State of Florida.

**I.
NAME**

The name of the limited liability company is Brickell Finance USA LLC (the "Company").

**II.
PRINCIPAL OFFICE AND MAILING ADDRESS**

The mailing and street address of this Company's principal office shall be 2828 Coral Way, Suite 303, Miami, Florida 33145.

**III.
REGISTERED AGENT AND REGISTERED OFFICE**

The registered agent of this Company shall be Alfredo D. Xiques whose business address is 2950 SW 27th Avenue, Suite 100, Miami, Florida 33133 which shall be the registered office of this limited liability company.

**IV.
MANAGEMENT BY MANAGER**

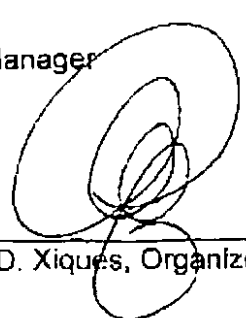
This Company shall be manager-managed company. The initial managers of the Company shall be:

Horacio Cruz
2828 Coral Way, Suite 303
Miami, Florida 33145

Manager

Marco DeSouza
2828 Coral Way, Suite 303
Miami, Florida 33145

Manager



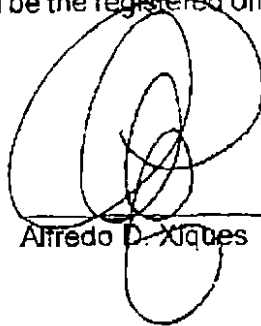
Alfredo D. Xiques, Organizer

**STATEMENT OF ACCEPTANCE
OF
REGISTERED AGENT OF**

BRICKELL FINANCE USA LLC

In accordance with the Florida Limited Liability Company Act, sections 608.407(1)(d) and 608.415(2), the undersigned hereby accepts the appointment as registered agent of the above captioned limited liability company. The registered agent further acknowledges that 2950 SW 27th Avenue, Suite 100, Miami, Florida 33133 is the business office address of the registered agent, which will be the registered office of the limited liability company for the service of process.

Date: October 11, 2017



Alfredo D. Xiques