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**FLORIDA LIMITED LIABILITY CO.  
VALIS CAPITAL GP, L.L.C.**

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Articles of Organization Valis Capital GP, L. L. C.

**ARTICLES OF ORGANIZATION  
OF  
VALIS CAPITAL GP, L. L. C.**

**ARTICLE I**

**NAME**

The name of the Limited Liability Company is:

Valis Capital GP, L. L. C.

**ARTICLE II**

**NATURE OF BUSINESS**

To carry on a general investment and management consultant and advisory business relating to investments and the operation of business, properties, and real estate and personal property of any kind, in the United States and foreign countries, subject to the applicable laws thereof. To acquire, purchase, exchange, grant options to sell, and sell and convey real estate, lands, tenements, leases, leaseholds or other property partaking of the nature of real estate or any part or parcel thereof, to acquire interests in real property, at public or private sale. To maintain, repair, improve, invest, manage, partition, insure, rent, lease, encumber, and in any manner deal with any real or personal property, tangible or intangible, or any interest therein. To manage and to provide management for and supervise all or part of any and every kind of business enterprise, and to contract or arrange with any corporation, association, partnership, or individual for the management, conduct or operation, and supervision of all kinds of businesses.

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Articles of Organization Vafa Capital GP, L.L.C.

To carry out any one or more of the purposes and objects herein enumerated as principal, factor, agent, contractor or otherwise, either alone or through or in conjunction with any person, partnership, association, or corporation. To carry on its operations and conduct business in any state or country

The foregoing clauses shall be construed as and shall be powers as well as purposes, and all matters expressed in each clause shall, unless otherwise herein expressly provided, be in no wise limited by reference to or inference from the terms of any other clause but shall be regarded as independent powers and purposes; and the enumeration of specific powers and purposes shall not be construed to limit or restrict in any manner the meaning of general terms of the general powers of this Company, nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature. This Company shall be authorized to exercise and enjoy all other powers, rights and privileges granted by the Business Organization Act of this State to Companies organized thereunder, and amendatory of or supplemental to that statute, and the enumeration of certain powers as herein specified is not intended as exclusive of or as a waiver of any of the powers, rights or privileges granted or conferred by that statute now or hereafter in force; provided however that nothing herein contained shall be deemed to authorize or permit this Company to carry on any business, to exercise any power, or to do any act which a Company formed under that statute may not at the time lawfully carry or do.

### ARTICLE III

#### INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The Limited Liability Company's initial Registered Agent and Registered Office in the State of Florida are:

Initial Registered Agent: Arturo Yero, P.A.

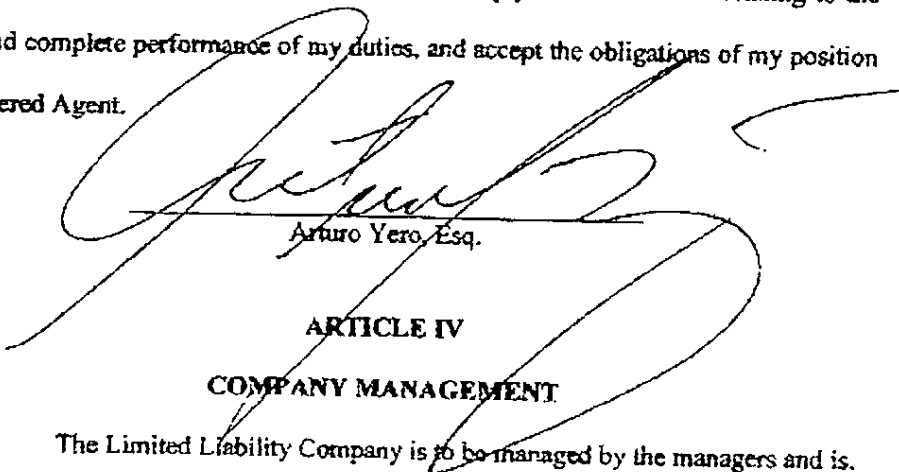
Initial Registered Office: 782 NW 42<sup>nd</sup> Avenue, Suite 350, Miami, FL 33126

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Articles of Organization Vicio Capital GP, L. L. C.

**ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT**

Having been named Initial Registered Agent to accept service of process for the above stated Limited Liability Company at the Initial Registered Office designated in these Articles of Organization, I hereby accept the appointment as Registered Agent and agree to act in such capacity. I further agree to comply with all statutes relating to the proper and complete performance of my duties, and accept the obligations of my position as Registered Agent.

  
Arturo Yero, Esq.**ARTICLE IV  
COMPANY MANAGEMENT**

The Limited Liability Company is to be managed by the managers and is, therefore, a manager-managed company

**ARTICLE V  
CONTRIBUTION OF CAPITAL**

The contribution of a member may be in cash, property, or services rendered, or a Promissory note or other obligation to contribute cash or property or to perform services. Promise to contribute by a member will be set out in writing signed by the member and the member is obligated to the limited liability company to perform any enforceable promise to contribute cash or property or to perform services, even if the member is unable to perform because of the member's death or disability or any other reason.

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Articles of Organization Velis Capital GP, L. L. C.

## ARTICLE VI

### INITIAL ADDRESS

The street address in this state of the principal office of the Limited Liability Company is:

1221 Brickell Ave Suite 710, Miami, FL 33131

## ARTICLE VII MANAGERS

The name and address of the managers are:

Manager : Alberto Azpurua Lara  
1221 Brickell Ave Suite 710, Miami, FL 33131

Manager : Rene Mondragon Romo  
1221 Brickell Ave Suite 710, Miami, FL 33131

Manager : Pedro Gallego  
1221 Brickell Ave Suite 710, Miami, FL 33131

Manager : Rodrigo Saez  
1221 Brickell Ave Suite 710, Miami, FL 33131

Manager : Pablo German Bordez  
1221 Brickell Ave Suite 710, Miami, FL 33131

## ARTICLE VIII AUTHORIZED SIGNATURE

Unless an statement of authority is properly recorded with the Florida Division of Corporations limiting the authority to bind this Company, any of the following managers have full power and authority to act on behalf of the Company and to execute, negotiate, and deliver deeds, closings statements, affidavits, agreements and such other documents as may be necessary appropriate or required to consummate the purchase and sale of real estate properties:

Manager : Alberto Azpurua Lara

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Articles of Organization Vails Capital GP, L. L. C.

Manager : Pablo German Bordez  
Manager : Rodrigo Saez  
Manager : Pedro Gallego  
Manager : Rene Mondragon Romo

IN WITNESS WHEREOF, the undersigned, as authorized representative of the member has executed the foregoing Articles of organization on this 2 day of August A.D. 2018.

  
\_\_\_\_\_  
Signature of the authorized representative of Member  
Alberto Azpurua Lara

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