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LIMITED LIABILITY COMPANY
EMERGING MARKET ASSET MANAGEMENT, LLC

L99-9012

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**ARTICLES OF ORGANIZATION
OF
EMERGING MARKET ASSET MANAGEMENT, LLC
a Florida Limited Liability Company**

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THE UNDERSIGNED hereby certify that he is the initial member of **EMERGING MARKET ASSET MANAGEMENT, LLC**, and that he is hereby filing these Articles for the purpose of forming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The following Articles shall be the charter and authority for the conduct of business of such limited liability company.

**ARTICLE I
NAME**

The name of the limited liability company is: **EMERGING MARKET ASSET MANAGEMENT, LLC**

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the limited liability company is c/o Akerman, Senterfitt & Eidson, P.A., One S.E. Third Avenue, 28th Floor, Miami, Florida 33131.

**ARTICLE III
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the limited liability company's initial registered agent is One S.E. Third Avenue, 28th Floor, Miami, Florida 33131. The name of the limited liability company's initial registered agent at that office is American Information Services, Inc.

**ARTICLE IV
DURATION**

The limited liability company shall have a perpetual existence and duration.

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**ARTICLE V
MANAGEMENT**

The limited liability company is to be managed by one or more managers, to be appointed by the members of the Company, in the manner to be agreed upon by the members. The initial Manager of the Company is Michael Hollihan and his address is c/o Akerman, Senterfitt & Eidson, P.A., One S.E. Third Avenue, 28th Floor, Miami, Florida 33131.

The foregoing person is to serve as the manager of the Company until a successor or successors are elected and qualified.

**ARTICLE VI
MEMBERS' RIGHTS TO CONTINUE BUSINESS**

The remaining members of the limited liability company may, pursuant to the vote of members possessing a majority of membership interests in the limited liability company, continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 20th day of December, 1999.



Michael Hollihan, Member and Manager

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**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of Sections 608.407 and 608.415 of the Florida Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent of Emerging Market Asset Management, LLC, a Florida limited liability company (the "Company"), in the Company's articles of organization:

Having been named as registered agent and to accept service of process for the Company at the registered office designated in the Company's articles of organization, the undersigned 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 the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 20th day of December, 1999.

AMERICAN INFORMATION SERVICES, INC., a
Florida corporation

By: *Angelica M. Calabrese*
Name: Angelica M. Calabrese
Title: Vice President

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