

Division of Corporations

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L11000024357

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(((I11000051385 3)))



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**FLORIDA LIMITED LIABILITY CO.
ROCKCLIFF LLC**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

D. BRUCE

FEB 28 2011

EXAMINER

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ARTICLES OF ORGANIZATION
OF
ROCKCLIFF LLC

ARTICLE I

The name of the limited liability company formed hereby is ROCKCLIFF LLC (the "Limited Liability Company").

ARTICLE II

The duration of the Limited Liability Company shall be perpetual.

ARTICLE III

The principal office and mailing address of the Limited Liability Company shall be as follows:

6410 N. Bay Road
Miami Beach, Florida 33141

ARTICLE IV

The Registered Agent of the Limited Liability Company and his street address in the State of Florida are as follows:

Fabian A. Pal, Esq.
1395 Brickell Avenue, 14th Floor
Miami, Florida 33131

ARTICLE V

The Limited Liability Company shall be authorized to issue Ten Thousand (10,000) Membership Units.

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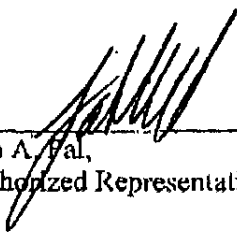
ARTICLE VI

The Limited Liability Company shall be manager-managed. The names and addresses of the initial Managers are:

Greg Kouri
6410 N. Bay Road
Miami Beach, FL 33141

Jean Marie Echemendia
6410 N. Bay Road
Miami Beach, FL 33141

Mark Cuhaci
171 Slater Street, Suite 100
Ottawa, Ontario
Canada



Fabian A. Pal,
as Authorized Representative of the Member

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

Before me personally appeared Fabian A. Pal, as Authorized Representative of the Member, who is personally known to me, or who produced _____ as identification, to be the person who executed the foregoing Articles of Organization.

In witness whereof I have hereunto set my hand and official seal this 25 day of February 2011.

NOTARY PUBLIC-STATE OF FLORIDA
Judith D. Rodman
Commission # DD921378
Expires: OCT. 18, 2013
BONDED THRU ATLANTIC BONDING CO., INC.



Notary Public
Print Name: JUDITH D. RODMAN
My Commission expires: 10/18/2013

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CERTIFICATE OF DESIGNATION OF RESIDENT AGENT
AND ACCEPTANCE OF DESIGNATION

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company organized under the laws of the state of Florida, submits the following statement in designating its Registered Office and Registered Agent in the State of Florida:

1. The name of the limited liability company is ROCKCLIFF LLC.
2. The name and address of the Registered Agent and Office is:

Fabian A. Pal, Esq.
1395 Brickell Avenue, 14th Floor
Miami, Florida 33131

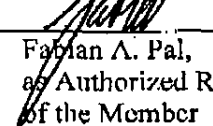
Having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in the Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as Registered Agent.



Fabian A. Pal, Registered Agent

Date: February 25, 2011

ROCKCLIFF LLO

By: 

Fabian A. Pal,
as Authorized Representative
of the Member

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