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Florida Department of State  
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FLORIDA LIMITED LIABILITY CO.  
GULLHOUSE GP, LLC

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$130.00

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T. HAMPTON

MAR - 8 2011

EXAMINER

**ARTICLES OF ORGANIZATION  
OF  
GULLHOUSE GP, LLC.**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

1. Name. The name of this limited liability company is **GULLHOUSE GP, LLC.**
2. Mailing Address and Street Address. The Company's mailing and street address is: **c/o S&K Property Management, Inc., 150 Alhambra Circle, Suite 800, Coral Gables, Florida 33134.**
3. Registered Agent and Office. The name of the initial registered agent of the Company is **S&K Property Management, LLC.** The street address of the initial registered agent of the Company is **150 Alhambra Circle, Suite 800, Coral Gables, Florida 33134.**
4. Additional Members. Additional members to the Company may be admitted, but subject to the terms and conditions of the Operating Agreement for the Company.
5. Termination of Membership. If a member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may, by unanimous written agreement, continue the business of the Company.
6. Management of the Company. The management of the limited liability company is vested in two Managers, each acting independently, elected by the Members. The following will be the initial Managers:


Name and Address:

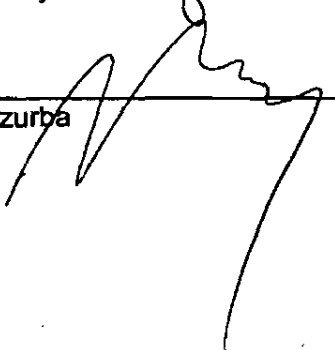
Lidia Cartaya	c/o S&K Property Management, LLC. 150 Alhambra Circle, Suite 800, Coral Gables, Florida 33134
Dirk Kuczurba	c/o S&K Property Management, LLC. 150 Alhambra Circle, Suite 800, Coral Gables, Florida 33134

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- 7. Regulations. The members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company.
  
- 8. Date of Existence of the Company. The existence of the Company shall commence on the date of filing the Articles of Organization by the Florida Department of State.

The undersigned executed these Articles of Organization effective as of the 4th day of March, 2011.

  
\_\_\_\_\_  
Lidia Cartaya

  
\_\_\_\_\_  
Dirk Kuczurba

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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

**GULLHOUSE GP, LLC.**

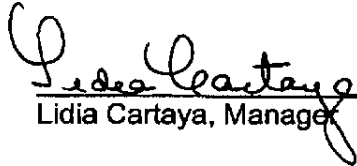
2. The name and address of the registered agent and office is:

**S&K PROPERTY MANAGEMENT, LLC  
150 Alhambra Circle, Suite 800  
Coral Gables, Florida 33134**

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this 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 I am familiar with and accept the obligations of my position as registered agent.

**S&K PROPERTY MANAGEMENT, LLC**

Registered Agent

  
Lidia Cartaya, Manager

3-4-11  
(Date)

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