

Division of Corporations

**L14000018670**

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**FLORIDA LIMITED LIABILITY CO.  
402N Oceana, LLC**

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**ARTICLES OF ORGANIZATION**

**OF**

**402N Oceana, LLC**

The undersigned hereby files the following Articles of Organization, for the purpose of forming a limited liability company under the laws of the State of Florida.

**ARTICLE I  
NAME**

The name of the limited liability company shall be:

**402N Oceana, LLC**

**ARTICLE II  
EXISTENCE AND DURATION**

The existence of the limited liability company shall commence immediately upon the filing of these Articles of Organization and shall be perpetual.

**ARTICLE III  
PURPOSE**

This limited liability company is organized for the purpose of engaging in any and all businesses and activities permitted by the laws of the State of Florida, which business activities may include owning, holding, improving, using, dealing in, managing, selling, mortgaging, pledging, leasing, exchanging, transferring and disposing of property, both real and personal and wherever situated, and shall have all powers necessary or convenient to effect any or all of the purposes for which the company is organized.

**ARTICLE IV  
PRINCIPAL OFFICE**

The mailing address and the street address of the principal office of this limited liability company shall be 2001 Biscayne Boulevard, Suite 2620, Miami, Florida 33137.

**ARTICLE V  
INITIAL REGISTERED AGENT**

The initial registered agent and street address of the initial registered agent of the limited liability company shall be:

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Judith Kenney, Attorney  
Judith Kenney & Associates, P.A.  
2001 Biscayne Boulevard, Suite 2620  
Miami, Florida 33137

**ARTICLE VI  
MANAGEMENT**

This company will be managed initially by one Manager, who is:

Gazelle Capital Partners, Inc.  
C/o Alfaro, Ferrer & Ramirez (BVI) Limited  
R.G. Hodge Plaza, Second Floor  
Upper Main Street  
Road Town, Tortola  
British Virgin Islands

**ARTICLE VII  
RESTRICTIONS ON MEMBERSHIP AND  
RIGHT TO CONTINUE AFTER WITHDRAWAL OF A MEMBER**

The Manager shall have the right to admit new members. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with the written consent of the Manager.

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall continue the business.

**ARTICLE VIII  
INDEMNIFICATION**


This company shall indemnify, and shall advance expenses on behalf of, its managers and officers to the fullest extent not prohibited by any law in existence either now or hereafter.

The undersigned, being the authorized representative of the Manager of the limited liability company, hereby certifies that the foregoing constitutes the Articles of Organization of 402N OCEANA, LLC.

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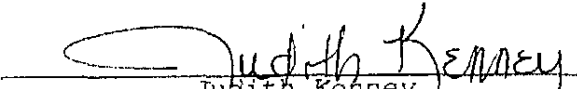
Executed by the undersigned at Miami, Florida this 30<sup>th</sup> day of January, 2014.

  
 Judith Kenney  
 Authorized Representative  
 of the Manager

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of 402N OCEANA, LLC, the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by the Florida Statutes upon registered agents.

Dated this 30<sup>th</sup> day of January, 2014.

  
 Judith Kenney  
 Registered Agent

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