

L15000018968

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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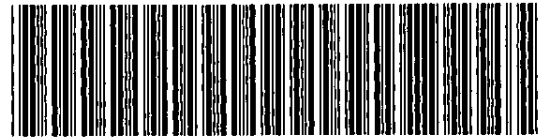
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N. Guffigan FEB - 2, 2015

ACCOUNT NO. : I20000000195

REFERENCE : 483444 80420A

AUTHORIZATION : *[Handwritten Signature]*

COST LIMIT : \$ 125.00

ORDER DATE : January 29, 2015

ORDER TIME : 9:11 AM

ORDER NO. : 483444-005

CUSTOMER NO: 80420A

DOMESTIC FILING

NAME: JSM INVESTMENTS, LLC

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Courtney Williams - EXT. 62935

EXAMINER'S INITIALS: \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF  
JSM INVESTMENTS, LLC**

The undersigned, being authorized to execute and file these Articles of Organization to form the Limited Liability Company hereinafter named, hereby certifies that:

**ARTICLE I — NAME:**

The name of the Limited Liability Company is: JSM INVESTMENTS, LLC.

**ARTICLE II — Address:**

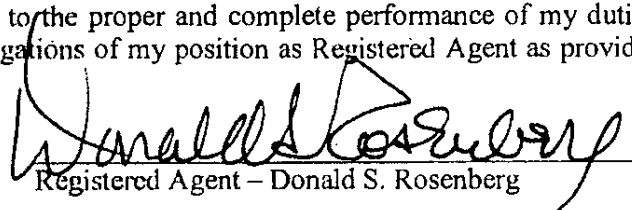
The mailing address and street address of the principal office of the Limited Liability Company is: 2 Alhambra Plaza, Suite #101, Coral Gables, FL 33134.

**ARTICLE III — Designation of Registered Agent and Registered Office:**

The name and the Florida street address of the registered agent are:

Donald S. Rosenberg, Esq.  
One S.E. Third Avenue, Suite 3100  
Miami, FL 33131

Having been named as Registered Agent and to accept service of process for the above named Limited Liability Company at the place above 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 as provided for in Chapter 605, F.S.

  
Registered Agent – Donald S. Rosenberg

**ARTICLE IV — Management:**

The name and address of each person authorized to manage and control the Limited Liability Company:

This instrument prepared by:  
Donald S. Rosenberg  
Peckar & Abramson  
One Southeast Third Avenue, Suite 3100  
Miami, Florida 33131  
305-358-2600  
Florida Bar No.: 068388

<u>Title</u>	<u>Name and Address</u>
MGR	Jane Marcus 2 Alhambra Plaza, Suite #101 Coral Gables, FL 33134
	and
MGR	Gregory M. Marcus 2 Alhambra Plaza, Suite #101 Coral Gables, FL 33134

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If either of the above-named Managers shall be unwilling or unable to serve as a Manager for any reason, the other Manager shall act as the sole Manager of the Company.

**ARTICLE V — Effective Date**

The effective date of the existence of this Limited Liability Company shall be the date of subscription of these Articles of Organization if such date is within five (5) business days prior to the date of filing of these Articles of Organization in the office of the Secretary of State of Florida, otherwise the commencement date shall be the date of such filing.

**ARTICLE VI – Purpose and Powers:**

The Limited Liability Company is organized for the purpose of the conduct of any and all lawful business for which a limited liability company may be organized under the Florida Limited Liability Company Act, Chapter 605, Florida Statutes, and may do and perform any and all acts and deeds lawful to be done and performed by a limited liability company under said law, all within and without the United States of America. Without limiting the foregoing, the limited liability company is organized for the purpose of owning, operating, managing, leasing, selling, repairing, replacing, improving and financing, on a secured and unsecured basis, any legal business and real and personal property of every kind, nature and description, including general and limited partnership interests and membership interests in limited liability companies.

The Limited Liability Company shall have the same powers as an individual to do all things necessary or convenient to conduct its business and affairs, including, without limitation, all powers now and hereafter authorized under the laws of the United States, the State of Florida and any other State in which the Company may own property.

**ARTICLE VII — Duration:**

The period of duration for the Limited Liability Company shall be perpetual.

**ARTICLE VIII – Admission of Additional Members:**

Additional members may be admitted to the Limited Liability Company only with the

consent in writing of all members and such admission shall be upon such terms and conditions as shall be established in writing by said members.

**ARTICLE IX – Members’ Rights to Continue Business on Termination of Member**

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the membership of a member in the Limited Liability Company, the Limited Liability Company shall be dissolved unless the owners and holders of a majority, in dollar amount, of the capital accounts of the Limited Liability Company, excluding the capital account of the terminated member, consent either in writing or by vote at a meeting of the members to continue the business of the Limited Liability Company.

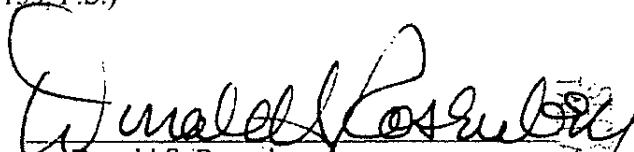
**ARTICLE X – Execution of Instruments and Documents**

Any instrument or document with respect to the acquisition, ownership, mortgage or disposition of any property of the Limited Liability Company, including but not limited to deeds, bills of sale, notes, bonds, mortgages, deeds of trust, leases, releases and contracts of every nature executed by the Manager of the Limited Liability Company, or any Manager in the event there shall ever be more than one (1) Manager then serving, shall be valid and binding upon any and all Managers and the Limited Liability Company.

**ARTICLE XI – Regulations**

Regulations for the management and regulation of the affairs of the Limited Liability Company may only be adopted, amended and repealed by written instrument executed by all of the members, except as may be provided in the Regulations.

**IN WITNESS WHEREOF**, these Articles of Organization have been subscribed by the undersigned authorized representative of the members this **29<sup>th</sup> day of January, 2015**. (In accordance with Section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in S.817.155, F.S.)

  
Donald S. Rosenberg

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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