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*ALSO ADMITTED IN NEW YORK
**ALSO ADMITTED IN OHIO

January 8, 2016

Via Federal Express
Department of State
Division of Corporations, Corporate Filings
The Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: <u>Articles of Organization and Merger of 12 West</u>
104th Street Realty Co., LLC

Dear Sir or Madam,

GREGORY J. RITTER, P.A.

MITCHEL CHUSID, P.A.* MITCHELL R. KATZ

JAMES F. SPOSATO*

GARY S. ROSNER*

Enclosed please find two (2) copies, including the original, of the following documents for 12 West 104th Street Realty Co., LLC:

- 1. Articles of Organization; and,
- 2. Articles of Merger.

Please note that the Agreement and Plan of Merger and the Certificate of Merger are attached as exhibits.

Also enclosed is a check for \$175.00 and a self-addressed stamped envelope to cover the \$125.00 fee to open a Florida LLC and \$50.00 to cover the Certificate of Merger fee for two parties to the merger.

<u>Please return the stamped (not certified) copy to the undersigned with the enclosed self-addressed stamped envelope.</u>

If you have any questions, please do not hesitate to contact my paralegal, Sonya Witt, or the undersigned at (954)

340-2200 or by email to: sonyaw@ritterchusid.com.

Thank you for your assistance.

Very truly yours,

Gregory 5. Ritter

GJR/sw Enclosures

ARTICLES OF ORGANIZATION

OF

12 WEST 104TH STREET REALTY CO. LLC, A LIMITED LIABILITY COMPANY

I, the undersigned, as the organizer of a limited liability company, under the Revised Florida Limited Liability Company Act, adopt the following Articles of Organization for such limited liability company:

ARTICLE I

NAME

The name of this limited liability company is 12 WEST 104TH STREET REALTY CO., LLC, referred to in these Articles of Organization as the "Company."

ARTICLE II

REGISTERED OFFICE AND AGENT

The registered office of the Company is Ritter Chusid, LLP, 5850 Coral Ridge Drive, Suite 201, Coral Springs, FL 33076. The Company's registered agent is Gregory J. Ritter, Esquire.

ARTICLE III

PRINCIPAL OFFICE

The address of the principal office of the Company is 401 East Las Olas Boulevard, Suite 130-517, Fort Lauderdale, FL 33301, and

6 Jan Park 2

the mailing address shall be the same.

ARTICLE IV

PURPOSE AND POWERS

This Company is organized with a general business purpose, has all powers provided by law and may use those powers to any lawful purpose.

ARTICLE V

MANAGEMENT

The management of the Company is reserved to the members of the Company. The initial member of the Company and his address is the listed below:

Andrew J. Fremer, Jr. 401 East Las Olas Boulevard Suite 130-517 Fort Lauderdale, FL 33301

The undersigned Managing Member has executed these Articles of Organization on this 10° day of December , 2015.

ANDREW J. FREMER/JR., Managing Member

STATE OF FLORIDA COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 10 day of 10cc, 2015 by ANDREW J. FREMER, JR. He is personally known to me or has produced 10cm as identification and did (did not) take an oath.

Notary Public Print Name: 10cc Horhan 2cc

My Commission Expires:



CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 605.0113, Florida Statutes, The following is submitted:

12 WEST 104TH STREET REALTY CO., LLC, a limited liability company being organized under the laws of the State of Florida, designates Ritter Chusid, LLP, 5850 Coral Ridge Drive, Suite 201, Coral Springs, FL 33076 as its registered office and has named Gregory J. Ritter, Esquire as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for 12 WEST 104TH STREET REALTY CO., LLC at the place designated in this Certificate, I hereby agree to act in such capacity and acknowledge that I am familiar with and agree to comply with the provisions of said Act with respect to keeping such office open.

Bv:

REGISTERED AGENT