

5/11/2017

Division of Corporations

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Florida Department of State
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From: Account Name : MDO PARTNERS
Account Number : I20130000043
Phone : (305)704-8452
Fax Number : (786)332-5426

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: R.MONTES@MDOPARTNERS.COM

FLORIDA LIMITED LIABILITY CO.
SB PORT VENTURES LLC

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**ARTICLES OF ORGANIZATION
SB PORT VENTURES LLC**

The undersigned, being the Sole Organizer, desiring to form a limited liability company under and pursuant to the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I
NAME**

The name of the limited liability company is SB PORT VENTURES LLC (the "Company").

**ARTICLE II
ADDRESS**

The principal place of business and mailing address of the Company is:

936 SW 1st Avenue
Suite # 340
Miami, Florida 33130

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**ARTICLE III
REGISTERED AGENT AND OFFICE**

The Company designates 175 SW 7th Street, Suite 1900, Miami, Florida 33130, as the street address of the initial registered office of the Company and names MDO Corporate Services LLC its initial registered agent at that address to accept service of process within this state.

**ARTICLE IV
DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of ownership interest.

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**ARTICLE V
AUTHORIZED UNITS**

The Company is authorized to issue Ten Thousand (10,000) membership units, par value \$0.01 per unit.

**ARTICLE VI
MANAGEMENT**

The business of the Company shall be conducted, carried on, and managed by at least one (1) Manager and is, therefore, a manager-managed Company. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company, if applicable. The Manager(s) shall serve in such capacity until his, her or their successor(s) is/are duly elected and qualified.

**ARTICLE VII
MANAGERS**

The name and address of the initial Manager of the Company is:

Trixie Johnson
936 SW 1st Avenue
Suite # 340
Miami, Florida 33130

**ARTICLE VIII
OFFICERS**

The names and street addresses of the initial officers of the Company are as set forth below:

Trixie Johnson President, Chief Executive Officer
936 SW 1st Avenue
Suite # 340
Miami, Florida 33130

**ARTICLE IX
PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida including activities within the United States and abroad.

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**ARTICLE X
ADDITIONAL MEMBERS**

Additional Members may be admitted upon the written consent of the majority ownership interest, and upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company, if applicable.

**ARTICLE XI
OPERATING AGREEMENT**

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Managers of the Company in the manner set forth in the Operating Agreement of the Company, if any.

**ARTICLE XII
EFFECTIVE DATE**

Effective date, if other than the date of filing: May 9, 2017.

[SIGNATURE ON FOLLOWING PAGE]

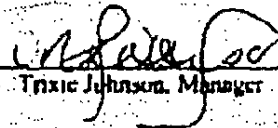
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IN WITNESS WHEREOF, the undersigned has hereunto set its hand and seal this 9th day of May, 2017

ORGANIZER

SIERRA BEI O. LLC

By:  _____
Trixie Johnson, Manager

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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for SB PORT VENTURES LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 605, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position this 9th day of May, 2017.

MDO CORPORATE SERVICES LLC

By: 

Richard Montes de Oca, Manager

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