

3/30/2021

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**FLORIDA LIMITED LIABILITY CO.  
 WP Miami LLC**

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**ARTICLES OF ORGANIZATION  
OF  
WP MIAMI LLC**

The undersigned, being a duly authorized representative of the Members, desiring to form a limited liability company pursuant to the Florida 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 **WP MIAMI LLC** (the "Company").

**ARTICLE II  
PRINCIPAL BUSINESS AND MAILING ADDRESS**

The principal business and mailing address of the Company is:

407 Lincoln Road  
Suite 8M  
Miami Beach, Florida 33139

**ARTICLE III  
REGISTERED AGENT AND OFFICE**

The Company designates 201 South Biscayne Boulevard, Suite 800, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Law Center of the Americas, LLC as the Company's initial registered agent at such address to accept service of process within this State.

**ARTICLE IV  
DURATION AND TERMINATION**

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 in accordance with Florida law and also in accordance with the Operating Agreement of the Company, if applicable.

**ARTICLE V  
MANAGEMENT**

The Company shall be conducted, carried on, and managed by at least one (1) Manager. 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 their successor(s) are duly elected and qualified. All Managers, other than the initial Managers, shall be appointed or elected solely as provided in the Operating Agreement of the Company, if applicable, and otherwise by the Members.

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ARTICLE VI  
INITIAL MANAGERS

The names and addresses of the initial Managers of the Company are:

Philippe Ginestet  
407 Lincoln Road  
Suite 8M  
Miami Beach, Florida 33139

Liliana Martinez  
407 Lincoln Road  
Suite 8M  
Miami Beach, Florida 33139

ARTICLE VII  
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.

ARTICLE VIII  
ADDITIONAL MEMBERS

Additional Members may be admitted upon (1) the written consent of the then existing Members or (2) in the manner set forth in the Operating Agreement of the Company, if applicable.

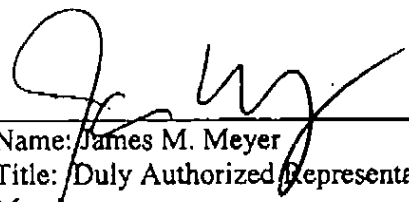
ARTICLE IX  
OPERATING AGREEMENT

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

ARTICLE X  
AMENDMENT

The power to alter, amend, or repeal the Articles of Organization of the Company shall be only upon the unanimous written consent of all of the existing Members of the Company or in accordance with the procedures set forth in the Operating Agreement of the Company, if applicable.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 30<sup>th</sup> day of March, 2021.

  
Name: James M. Meyer  
Title: Duly Authorized Representative of the Members

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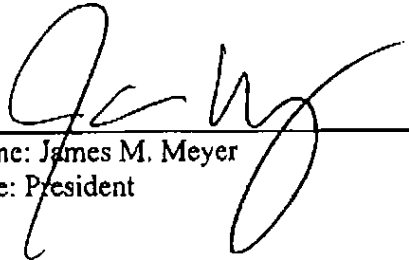
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**ACCEPTANCE OF REGISTERED AGENT**

The undersigned agrees to act as registered agent for **WP MIAMI 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 on this 30<sup>th</sup> day of March, 2021.

LAW CENTER OF THE AMERICAS, LLC

By:   
Name: James M. Meyer  
Title: President

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