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# Florida Department of State

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## LIMITED LIABILITY COMPANY

## SHERMAN DEVELOPMENT COMPANY, LLC.

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# ARTICLES OF ORGANIZATION
# OF
# SHERMAN DEVELOPMENT COMPANY, L.L.C.,
## a Florida limited liability company

Pursuant to the provisions of Section 608.411, Florida Statutes, this Florida profit limited liability company adopts the following Articles of Organization:

### ARTICLE I.

The name of the limited liability company is Sherman Development Company, L.L.C.

### ARTICLE II.

The period of existence of the limited liability company shall be perpetual, commencing on the date the original Articles were filed.

### ARTICLE III.

The mailing address and street address of the principal office of this limited liability company are:

| Street Address | Mailing Address |
|---|---|
| 17 East Flagler Street<br>Suite No 111<br>Miami, Florida 33132 | 17 East Flagler Street<br>Suite No 111<br>Miami, Florida 33132 |

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### ARTICLE IV.

The name and address of the registered agent is:

| Registered Agent | Address of Registered Office |
|---|---|
| Kevin L. Deeb, Esquire | 9100 S. Dadeland Boulevard<br>Suite 1607<br>Miami, Florida 33156 |

### ARTICLE V.

The Operating Agreement of the limited liability company (hereinafter the "Company") contains provisions regarding:

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The nature of the business to be transacted or the purposes to be promoted or carried out by the Company, which shall be to own, operate, manage, develop, mortgage, lease, sell and to otherwise undertake such activities as are determined by the Company with respect to real property and the personal property of the Company which is located therein or is used in connection therewith, and all business of the Company relating thereto, and for no other purpose whatsoever.

The rights of the members to admit additional members and the terms and conditions of the admissions.

The rights of the remaining members of this Company to continue the business of this Company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, and any other event which may terminate the continued membership in this Company.

**ARTICLE VI.**

The management of the Company is to be reserved to a Member, more specifically, Jeff Sherman, having an address at 17 East Flagler Street, Suite 111, Miami, Florida 33132 (the "Managing Member").

**ARTICLE V.**

The names and street addresses of the current Members are (hereinafter the "Members"):

| Name | Street Address |
|---|---|
| Jeff Sherman | 17 East Flagler Street<br>Suite No 111<br>Miami, Florida 33132 |
| Thelma Sherman | 17 East Flagler Street<br>Suite No 111<br>Miami, Florida 33132 |

**ARTICLE VIII.**

The Interests of the current Members shall be evidenced by Certificates, which shall be issued by the corporation reflecting the percentage interest held by the Members.

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**ARTICLE IX.**

The Operating Agreement between the Managing Member and the Company shall be adopted by the Members. Thereafter, the power to alter, amend, or repeal the Operating Agreement shall be vested in the Managing Member of the Company in the manner set forth in the Operating Agreement; and no consent of the Members shall be required before any amendment, alteration or repeal of the Operating Agreement.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 2nd day of March, 2005, at Miami, Florida.

Jeff Sherman

Thelma Sherman

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CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT
OF
SHERMAN DEVELOPMENT COMPANY, LLC.

Pursuant to Chapter 608 of the Florida Limited Liability Company Act, the following is submitted in compliance with said Act:

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place 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 608, F.S.*

Dated this 7th day of March, 2005.

Kevin L. Deeb, Esquire
Registered Agent's Signature

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