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Florida Department of State
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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

UNITED WAY OF MIAMI-DADE SPECIAL PROPERTY HOLDINGS,

Certificate of Status	1
Certified Copy	1
Page Count	04
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**ARTICLES OF ORGANIZATION OF
UNITED WAY OF MIAMI-DADE
SPECIAL PROPERTY HOLDINGS, LLC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being a duly authorized representative of the sole member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company is UNITED WAY OF MIAMI-DADE SPECIAL PROPERTY HOLDINGS, LLC (the "Company").

ARTICLE II

ADDRESS

The principal office, mailing and street address of the Company is:

The Ansin Building
3250 SW Third Avenue
Miami, FL 33129-2712

ARTICLE III

REGISTERED AGENT AND OFFICE

The Company designates 701 Brickell Avenue, Suite 3000, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Intrastate Registered Agent Corporation as the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE IV

MANAGEMENT

The business affairs of the Company shall be conducted, carried on, and managed by at least one (1) Manager. The Manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified. The Manager(s) shall be appointed by the authorized representatives of the sole Member of the Company.

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ARTICLE V.

DURATION AND CONTINUATION

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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 by the owners of a majority of ownership interest.

ARTICLE VI.

PURPOSE

The purpose for which the Company is being organized is to operate exclusively for charitable, educational or scientific purposes for which an organization may be exempt from federal taxation under section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent U.S. Internal Revenue law, including for such purposes the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3). The Company will operate as a division of United Way of Miami-Dade, Inc., a corporation exempt from Federal income taxation under section 501(c)(3).

ARTICLE VII.

ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of a majority of the ownership interest of the Company and, upon the written application of such new Member.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 29th day of December, 2005.



Mark Arnold, Esq.,
Duly Authorized Representative of a
Member

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ACCEPTANCE OF REGISTERED AGENT

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The undersigned agrees to act as registered agent for **UNITED WAY OF MIAMI-DADE SPECIAL PROPERTY HOLDINGS, LLC** to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that the undersigned is familiar with, and accepts, the obligations of such position on this 29th day of December, 2005.

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INTRASTATE REGISTERED AGENT CORPORATION

By: *Ronald Albert, Jr.*
Name: Ronald Albert, Jr.
Title: Vice President

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