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Division of Corporations

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## Florida Department of State

Division of Corporations Public Access System

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Division of Corporations

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### FLORIDA/FOREIGN LIMITED LIABILITY CO.

#### nae of kendall, l.l.c.

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#### Articles of Organization

#### NAE OF KENDALL, L.L.C.

Pursuant to the Florida Limited Liability Company Act the undersigned, acting as organizer of a limited liability company, hereby adopts the following Articles of Organization for such Company:

#### Article I <u>Nam</u>e

The name of the limited liability company is NAE OF KENDALL, L.L.C.

#### Article II Company Existence

The Company's existence shall be perpetual and shall be effective upon the filing of these Articles of Organization with the Florida Department of State.

#### Article III Unit: Of Equity Ownership

Section A. Authorized Units of Equity Ownership. NAE OF KENDALL, L.L.C. is authorized to issue units of equity ownership, all of which shall be identical units.

Section B. Restrictions on Disposition of Units. No Member of this Company shall sell, transfer, convey, pledge, give, distribute on encumber any unit or units in the Company without first giving notice in writing to the Company of such intended disposition and without inst securing the written approval of Members of the Company owning 51% of the then-issued and outstanding Membership Units of the Company. However, nothing contained herein shall prevent distribution by operation of law, of such unit or units, provided that in such case a transferce shall be bound by the provisions contained in this Section the same as an original Member:

Section C. Limit on Number of Members. All of the Company's issued units shall be held of record by not more than seven persons.

# Article IV Resistered Agent And Office

The address of the initial Registered Office of the Company is 14040 SW 139th Court. Mismi, Florida 33186, and the name of its initial Registered Agent at such address is MARIA J. GONZALEZ.

#### Article V Principal Office

The mailing address and street address of the principal office of the Company is 14010 SW 139th Court, Miami, Florida 33186.

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#### Article VI -Organizer

The name and address of the organizer is:

MARIA J. GUNZALEZ 14040 SW 139 COURT MIAMI, FLORIDA 33186

#### Article VII Furnose And Power

The Company shall be formed for any lawful purposes and shall have unlimited power to engage in and to do any lawful act concerning any and all lawful inkinesses for which companies may be organized under the Plorida Limited Liability Company Act. In connection with the above mentioned purposes, the Company shall have the power to invest its funds in real property and securities, to acquire, own, and dispose of real and personal property, and to do all other acts incidental and necessary to the sucomplishment of the foregoing purposes, to the extent permitted maler the Florida Limited Liability Company Act.

## Article VIII Indemnification

The Company shall indomnify any Member, Manager and/or Maniber-Manager who is or was a party, or who is threatened to be made a party, to any threatened, pending or completed action. suit or proceeding, whether civil, criminal, administrative or investigative, including all appeals, by reason of the fact that much Member, Manager and/or Member-Manager is or was a Member, Officer or employee of the Company, or is or was serving of the request of the Company as a director, trustee, officer or employee of another limited liability company, corporation, partnership, joint venture, trust or other enterprise, against any and all expenses (including reasonable attorneys' foss), judgments, decrees, fines, penalties and amounts paid in settlement, which were actually and reasonably incorred by such Member, Manager and/or Membra-Manager in connection with such action, suit or proceeding. The Company shall not indemnify any Mamber, Manager and/or Member-Manager in the event of (i) a breach of such Mombox, Manager and/or Member-Manager's duty of loyalty to the Company or its Members, (ii) acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, (iii) a transaction from which such Member, Manager and/or Member-Manager derived an improper personal benefit, or (iv) dots or omissions for which indemnification is prohibited under the Plorida Limited Liability Company Act, or (v). judgments, penalties, fines, and settlements arising from any proceeding by or in the right of the Company, or against expenses in any such case where such Member, Manager and/or Member Manager shall be adjudged liable to the Company. Any indemnification provided for in this Article (unless ordered by a court) shall be made by the Company only as suthorized in the specific case upon a determination that indemnification of the Moraber, Manager and/or -Member-Managor is proper in the circumstances because such Member, Managor and/or Mumber-Manager had met the applicable standard of conduct set forth in this Article. Such determination shall be made: (i) by the Members by a majority vote of a quorum consisting of Members who were not parties to such action, suit, or proceeding; or (ii) by special legal counsel, selected by the Members by vote as set forth in (i) above.

SEUNTHASSEE, FLORIDA

The indemnification provided in this Article shall not be deemed exclusive of any other rights to which a person undemnified may be entitled under my agreement, vote of Members, or disinterested Officers or otherwise, both so to action in the official capacity of such person and as to action in another capacity while holding such offices, and shall continue as to a person who has esseed to be an Officer or a Member and chall intere to the heactift of the heirs, executors, and administrators of such person.

## Article IX Amendment Of Articles of Organization

The Company reserves the right to amend, after, change, or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute and all rights conferred upon Mombers herein are granted subject to this reservation.

Signature of member or enthorized representative of member.

- Detra 7/29/06 - 2006.

State of Florida

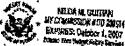
County of Minni-Dado

The foregoing instrument was acknowledged before use this July <u>7.5.</u>, 2006 by MARIA. I. GONZALEZ.

(Scal, if ony)

UNICOSTO STATES

My commission expires on



#### NABOŘKENDALL, L.T.C

Cerîtricate designating place of business or domicile for the service of process within florida, naming agent upon whom trocess may be served.

IN COMPILANCE WITH THE APPROPRIATE FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT: NAB OF KENDALL, LALC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF MIAML-DADH COUNTY, STATE OF FLORIDA, HAS NAMED MARIA I. GONZALEZ, 14040 \$W 199 COURT, MIAML PLORIDA 33186 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA:

MARIAN GONTALE WARLEY

TITLE: INCORPORATOR

DATE: 7 24 16

HAVING BEEN NAMED TO ACCEPT THE SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE I HEREBY AGREE TO ACT IN THIS CAPACITY, AND PURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

HENATURE MAINTENANCE

DATE: 1 28 04

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