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Florida Department of State

Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION

TM Hallandale, Inc.

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ARTICLES OF INCORPORATION

OF

TM HALLANDALE, INC.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I.

The name and initial address of this Corporation shall be: TM HALLANDALE, INC., 150 SE 2nd Avenue, Suite 800, Miami, Florida 33131, with the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE II.

This Corporation may engage in any activity or business permitted under the laws of the State of Florida.

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ARTICLE III.

The capital stock authorized, the par value thereof, and the characteristics of such stock are as follows:

NUMBER OF SHARES AUTHORIZED	PAR VALUE PER SHARE	CLASS OF STOCK
1,000	$.01	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation.

ARTICLE IV.

This Corporation shall commence its existence immediately upon the execution of these Articles of Incorporation on January 24, 2014 and shall exist perpetually thereafter unless sooner dissolved according to law.

Fax Audit Number: H14000019015 3

ARTICLE V.

The initial registered office of this Corporation is 7777 Glades Road, Suite 300, Boca Raton, Florida 33434. The initial registered agent at that address is BCRA, LLC.

ARTICLE VI.

The Corporation shall have one (1) director initially. The name and address of the initial director of the Corporation, who shall hold office for the first year or until his successor is duly elected and qualified, is:

Paulo T. de Melo — 150 SE 2nd Avenue, Suite 800, Miami, Florida 33131

ARTICLE VII.

The name and address of the Incorporator is: BCRA, LLC, 7777 Glades Road, Suite 300, Boca Raton, Florida 33434.

ARTICLE VIII.

No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this Corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation, or no so interested.

ARTICLE IX.

The private property of the shareholders shall not be subject to payment of the corporate debts to any extent.

Fax Audit Number: H14000019015 3

ARTICLE X.

This Corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

ARTICLE XI.

This Corporation expressly elects not to be governed by either Section 607.0901 or Section 607.0902 of the Florida Business Corporation Act, as each may be amended from time to time, which sections relate to affiliated transactions and control share acquisitions.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 24th day of January, 2014.

BCRA, LLC, a Florida limited liability company, Incorporator

By: _____
David J. Powers, Manager

Fax Audit Number: H14000019015 3

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICES OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with the laws of the State of Florida, the following is submitted:

FIRST: That, TM HALLANDALE, INC., desiring to organize under the laws of the State of Florida, has designated 7777 Glades Road, Suite 300, Boca Raton, Florida 33434, as the place of business for the service of process within this state.

SECOND: That the above corporation has named BCRA, LLC as its statutory registered agent.

Having been named the statutory agent of the above Corporation at the place designated in this Certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Dated this 24th day of January, 2014.

BCRA, LLC, a Florida limited liability company, Registered Agent

By: _____
David J. Powers, Manager

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