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CORPORATION NAME (S) AND DOCUMENT NUMBER (S) if known:

Winston Holdings L.L.C.

RUH

☐ Photocopy

☒ Certified Copy

☐ CERTIFICATE OF STATUS

☐ CERTIFICATE OF GOOD
STANDING

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS TO
INCLUDE ARTS & AMENDMENTS

☐ CERTIFICATE OF FICTITIOUS
NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 11 PM 1:32

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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**Articles of Organization for Winston Holdings L.L.C.
a Florida Limited Liability Company (FS § 608.407)**

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company:

1. Name. The name of this company shall be Winston Holdings L.L.C.
2. Mailing Address. The mailing address and the street address of the principal office of the limited liability company shall be: 75 Valencia Avenue, 4th Floor, Coral Gables, Florida 33134.
3. Duration/Continuation. The period of this company's duration shall be *perpetual* unless terminated by the unanimous written agreement of all members or by the death, retirement resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the company is continued by the consent of all the remaining members, or by amendment of these Articles of Organization providing for the continued existence of the company subsequent to the foregoing events.
4. Managing Members: The name and address of the individual who will serve as managing member is as follows:

Rik Gitlin
75 Valencia Avenue
4th Floor
Coral Gables, FL 33134

5. Registered Agent and Office. The name and street address of the initial registered agent and office for this company is as follows: Jorge Gurian, 75 Valencia Avenue, Coral Gables, Florida 33134.

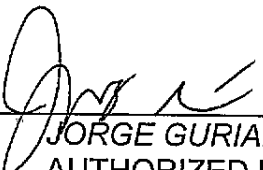
6. Admission of Additional Members; and Terms and Conditions of such Admissions: Additional Members may be admitted upon the approval of a majority of the Members of the Company, upon receiving the written application of such new Member, and in the manner set forth in the Bylaws of this Company.

7. Right to Continue Business. The remaining members may continue the Business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the company.

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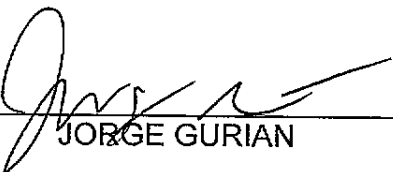
8. Management of Company. The business of the Company shall be managed by *the Managing Member. The name and address of the Managing Member is set forth above in Article 4.*

IN WITNESS WHEREOF, the undersigned Incorporator(s), through their authorized representative, have hereunto set their hands and seals this 10th day of July, 2000.



JORGE GURIAN
AUTHORIZED REPRESENTATIVE

Having been named as Registered Agent and to accept service of process for the above stated limited liability company, 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



JORGE GURIAN

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND A REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Winston Holdings L.L.C.
2. The name and the Florida street address of the registered agent are:

Jorge Gurian
75 Valencia Avenue, 4th Floor
Coral Gables, Florida 33134

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.



JORGE GURIAN