2010483 Division of Corporations

Florida Department of State

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From:

Account Name : BILZIN, SUMBERG DUNN BAENA PRICE & AXELROD LLP.

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LIMITED LIABILITY COMPANY

Karlton CC GP, LLC

Certificate of Status	1
Certified Copy	1
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ARTICLES OF ORGANIZATION OF KARLTON CC GP, LLC, a Florida limited liability company

- 1. The name of the limited liability company is Karlton CC GP, LLC.
- The mailing address and the street address of the principal office of the limited liability company is:

1800 Sunset Harbour Drive Suite 2 Miami Beach, Florida 33139.

3. The name and street address of the initial registered agent of the limited liability company are

Marshall R. Pasternack, P.A., a Florida corporation 200 South Biscayne Boulevard Suite 2500 Miami, Florida 33131.

Dated: as of June 27, 2001.

Marshall R. Pasternack, Authorized Representative

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, as President and on behalf of Marshall R. Pasternack, P.A., a Florida corporation (the "Corporation"), which has been designated as registered agent for Realty Associates of Key West, LLC, a Florida limited liability company, in the foregoing Articles of Organization, hereby agrees that the Corporation will accept service of process for and on behalf of Realty Associates of Key West, LLC and that the Corporation will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited liability company.

Dated: as of June 27, 2001.

Marshall R. Pasternack, P.A., a Florida corporation, as Registered Agent

Marshall R. Pasternack, President

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