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ACCOUNT NO.: 072100000032 REFERENCE: 471656 121767A AUTHORIZATION: atricia light COST LIMIT: \$ 125.00	,	- - -
ORDER DATE: March 14, 2002 ORDER TIME: 12:16 PM ORDER NO.: 471656-005 CUSTOMER NO: 121767A CUSTOMER: Ms. Maria Elena Dieguez Karp & Genauer, P.a. Suite 1202	374	152
2 Alhambra Plaza Coral Gables, FL 33134 DOMESTIC FILING NAME: BRIARCLIFF EQUITY INVESTORS, LLC EFFECTIVE DATE:	02 MAR I 4 AM 8:	SECRETARY OF ST
ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: CERTIFIED COPY XX PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING CONTACT PERSON: Jeanine Reynolds - EXT. 1133 EXAMINER'S INITIALS:	3: 48	ATIONS
CONTACT, PERSON: Jeanine Reynolds - EXT. 1133 EXAMINER'S INITIALS: 10 2 W 71 dw 20 10 3 4 71 dw 20	·	

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

BRIARCLIFF EQUITY INVESTORS, LLC

ARTICLE II - Address:

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

2 Alhambra Plaza, Suite 1202 Coral Gables, Florida 33134

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Alhambra Registered Agents, Inc.

Name

2 Alhambra Plaza, Suite 1202

Florida street address (P.O. Box NOT acceptable)

Coral Gables, Florida 33134

Having been named as registered agent and to accept service of process for the above sated 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 as provided for in Chapter 608, F.S.

ALHAMBRA REGISTERED AGENTS, INC.

City, State, and Zip

Registered Agent's Signature

Martin J. Genauer, Vice President

ARTICLE IV - Management (Check box, if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore a manager - managed company. The initial Manager of the Company shall be John Nestro.

An additional article invest be added if an effective date is requested)

Signature of a-member-or-an-authorized representative of a member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Martin J. Genauer

Typed or printed name of signee

Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)