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Division of Corporations

FAX NO.

P. 01/03

W2 0000 31018

Florida Department of State
Division of Corporations
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(((H02000228183 8)))

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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : RASCO, REININGER, PEREZ & ESQUENAZI, P.L.
Account Number : 104076000124
Phone : (305) 476-7100
Fax Number : (305) 476-7102

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

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LIMITED LIABILITY COMPANY

Meadows RB - Gem, LLC

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$160.00

W2-31018
OK

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. Name

The name of the Limited Liability Company is:

MEADOWS RB – GEM, LLC

ARTICLE II. – Address

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

8853 S.W. 59th Street
Miami, Florida 33165

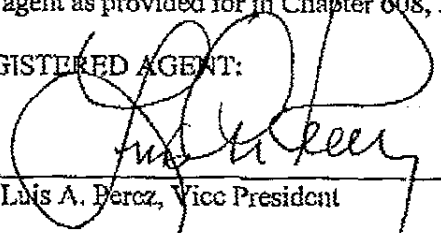
ARTICLE III. – Registered Agent, Registered Office, & Registered Agent's Signature:

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

**Miami Corporate Systems, Inc.
283 Catalonia Avenue
2nd 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 as provided for in Chapter 608, F.S.

REGISTERED AGENT:

By: 
Luis A. Perez, Vice President

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This instrument was prepared by:
Desiree M. Cuason, Esq.
Rasco Reininger Perez & Esquenazi, P.J.
283 Catalonia Avenue, 2nd Floor
Coral Gables, Florida 33134
(305) 476-7100

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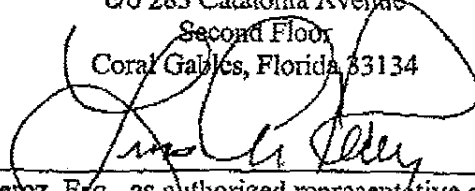
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ARTICLE IV. – Management:

X The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company. The name and address of such manager who is to serve as initial manager is:

Luis Alonso
c/o 283 Catalonia Avenue
Second Floor
Coral Gables, Florida 33134



Luis A. Perez, Esq., as authorized representative of a Member
Signature of a member or 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.

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TALLAHASSEE, FLORIDA

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This instrument was prepared by:
Desiree M. Cusson, Esq.
Rasco Reininger Perez & Esquonazi, P.L.
283 Catalonia Avenue, 2nd Floor
Coral Gables, Florida 33134
(305) 476-7100