

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L02000033615
FILED 8:00 AM
December 16, 2002
Sec. Of State

Article I

The name of the Limited Liability Company is:

MIAMI ART GALLERY, LLC

Article II

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

2898 BISCAYNE BLVD
MIAMI, FL. 33137

The mailing address of the Limited Liability Company is:

2898 BISCAYNE BLVD
MIAMI, FL. 33137

Article III

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

RODOLFO ZUBERBUHLER
2898 BISCAYNE BLVD
MIAMI, FL, FL. 33137

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.

Registered Agent Signature: RODOLFO ZUBERBUHLER

Article IV

The name and address of managing members/managers are:

Title: MGR
ZUBER, INC.
2898 BISCAYNE BLVD
MIAMI, FL. 33137

Title: MGR
108 FINE ARTS CORPORATION
2898 BISCAYNE BLVD
MIAMI, FL. 33137

Title: MGR
JOHN DAVID KAPLAN CORP
2898 BISCAYNE BLVD
MIAMI, FL. 33137

Article V

The effective date for this Limited Liability Company shall be:

12/13/2002

Signature of member or an authorized representative of a member

Signature: RODOLFO ZUBERBUHLER

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