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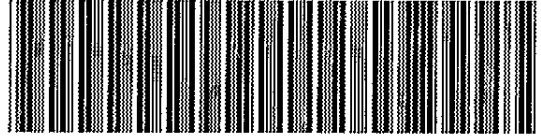
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**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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LLC

1.) **Misada, LLC**
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS

ARTICLES OF ORGANIZATION
OF
MISADA, LLC

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THE UNDERSIGNED, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida, do hereby set forth the following:

1. **NAME.** The name of the Limited Liability Company is:

MISADA, LLC

2. **PERIOD OF DURATION.** This Limited Liability Company shall have perpetual existence.

3. **PURPOSE.** The purpose is to engage in such other business and activities as may be permitted by the laws of the State of Florida. The Limited Liability Company shall have all of the powers vested in limited liability companies organized and existing by virtue of said laws.

4. **ADDRESS OF PLACE OF BUSINESS AND MAILING ADDRESS.** The address of the place of business and mailing address in Florida for the Limited Liability Company is 2121 Ponce DeLeon Boulevard, Suite 100, Coral Gables, Florida 33134.

5. **REGISTERED AGENT.** The name and address of the initial Registered Agent in Florida for the Limited Liability Company is **Sanford B. Horwitz, 2121 Ponce DeLeon Boulevard, Suite 1100, Coral Gables, Florida 33134.**

6. **ADDITIONAL MEMBERS.** This Limited Liability Company may admit additional members subject to approval by vote of a majority of the existing members.

7. **CONTINUITY OF BUSINESS.** The members remaining after the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or after any other event which terminates the membership of a member, have the right to continue the business of this Limited Liability Company subject to the approval by unanimous vote of the remaining members.

8. **MANAGEMENT.** The business and affairs of the Limited Liability Company shall be managed and all decisions shall be made by a majority vote of the members, each member having one vote for each percentage point (or the appropriate fraction thereof) of percentage ownership" in the Limited Liability Company. Notwithstanding the same, the execution of any instrument, including deeds, mortgages, leases and other contracts, purporting to be signed on behalf of the Limited Liability Company by any two (2) members shall, as to any third party relying thereon, be conclusively presumed to have been the authorized act of the Limited Liability Company, and shall, for all purposes, bind it. The names, addresses and fractional interest of the members of the Limited Liability Company

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are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>FRACTIONAL INTEREST</u>
Michael B. Goldstein	2121 Ponce DeLeon Blvd. Suite 1100 Coral Gables, FL 33134	1/3
Sanford B. Horwitz	2121 Ponce DeLeon Blvd. Suite 1100 Coral Gables, FL 33134	1/3
David L. Lombardi	167 N.W. 25 th Street Miami, FL 33127	1/3

9. **REGULATIONS.** The regulations of this Limited Liability Company may only be adopted, amended, altered or repealed by a majority vote of the members, said votes being cast in the manner set forth in Paragraph 8 above.

10. **AMENDMENT.** This Limited Liability Company reserves the right to amend, alter or repeal any provision contained in these Articles of Organization by a majority vote of the members, said votes being cast in the manner set forth in Paragraph 8 above.

Executed this 11th day of December, 2002.

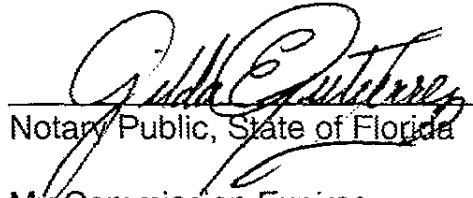
Michael B. Goldstein

MICHAEL B. GOLDSTEIN

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STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 11th day of December, 2002 by **Michael B. Goldstein**, member of **Misada, LLC**, a Florida Limited Liability Company to be formed, ☒ who is personally known to me, or ☐ produced _____ as identification.



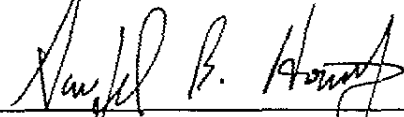
Notary Public, State of Florida
My Commission Expires:



Gilda Esther Gutierrez
My Commission DD041634
Expires July 11, 2005

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Executed this _____ day of December, 2002.



SANFORD B. HORWITZ

**STATE OF FLORIDA
COUNTY OF MIAMI-DADE**

The foregoing instrument was acknowledged before me this 11th day of December, 2002 by **Sanford B. Horwitz**, member of **Misada, LLC**, a Florida Limited Liability Company to be formed, ☒ who is personally known to me, or ☐ produced _____ as identification.


Notary Public, State of Florida

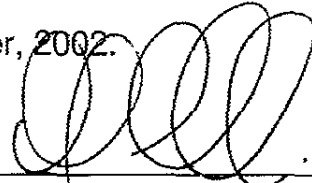
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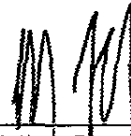
Executed this 10th day of December, 2002.



DAVID L. LOMBARDI

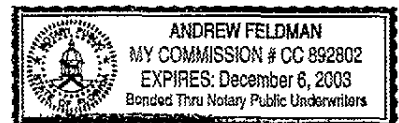
**STATE OF FLORIDA
COUNTY OF MIAMI-DADE**

The foregoing instrument was acknowledged before me this 10th day of December, 2002 by **David L. Lombardi**, member of **Misada, LLC**, a Florida Limited Liability Company to be formed, ☒ who is personally known to me, or ☐ produced _____ as identification.



Notary Public, State of Florida

My Commission Expires:

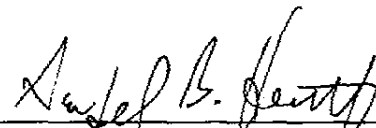


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ACCEPTANCE OF REGISTERED AGENT

HAVING been appointed the Registered Agent of **MISADA, LLC**, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608.415 and is herewith simultaneously designated as Registered agent by **MISADA, LLC**.

Executed this 10 day of December, 2002.



SANFORD B. HORWITZ,
Registered Agent

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