

Division of Corporations

TO 27158#05000#3600 P.01/04  
Page 1 of 1

3:38 PM FR HOLLAND & KNIGHT  
TO 27 1988  
L04000008082

1/30/2004

1027

JAN 30 2004 3:30 PM FR HOLLAND & KNIGHT

TO 27758#95000#3600 P.02/04

FAX AUDIT NO. H04000022304 3

**ARTICLES OF ORGANIZATION  
OF  
DESIGN DISTRICT PARTNERS, LLC**

The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I**

**NAME**

The name of the limited liability company is **DESIGN DISTRICT PARTNERS, LLC** (the "Company").

**ARTICLE II**

**ADDRESS**

The principal office and mailing address of the Company is:

701 Brickell Avenue  
Suite 3000  
Miami, Florida 33131

**ARTICLE III**

**REGISTERED AGENT AND OFFICE**

The Company designates 701 Brickell Ave., Suite 3000, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Intrastate Registered Agent Corporation as the Company's initial registered agent at that address to accept service of process within this state.

**ARTICLE IV**

**MANAGEMENT**

The business affairs of the Company shall be conducted, carried on, and managed by one or more managers elected by the members of the Company in accordance with the Company's Operating Agreement. The members shall serve in such capacity until its manager(s) are duly elected and qualified.

FAX AUDIT NO. H04000022304 3

04 JAN 30 PM 1:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AND  
FILED

**ARTICLE V**

**DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated in accordance with the Company's Operating Agreement.

**ARTICLE VI**

**PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE VII**

**ADDITIONAL MEMBERS**


Additional Members of the Company may be admitted in the manner set forth in the Operating Agreement of the Company.

**ARTICLE VIII**

**OPERATING AGREEMENT**

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company.

**IN WITNESS WHEREOF**, the undersigned has hereunto set his hand and seal this 30th day of January, 2004.

  
Richard Montes de Oca, Esq.  
Duly Authorized Representative of a  
Member

SECRET  
FILED  
JAN 30 2004  
TALLAHASSEE FL 0600A

04 JAN 30 PM 1:20

JAN 30 2004 3:31 PM FR HOLLAND & KNIGHT


TO 27758#95000#3500 P.04/04

FAX AUDIT NO. H04000022304 3

### ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for **DESIGN DISTRICT PARTNERS, LLC** to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that the undersigned is familiar with, and accepts, the obligations of such position on this 30<sup>th</sup> day of January, 2004.

INTRASTATE REGISTERED AGENT CORPORATION

By:   
Name: Steven H. Hagen, Esq.  
Title: Vice President

# 1562630\_v1

FILED  
AND  
04 JAN 30 PM 1:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA