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LIMITED LIABILITY COMPANY

masada properties, llc

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**ARTICLES OF ORGANIZATION OF
MASADA PROPERTIES, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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The undersigned desiring to form a Limited Liability Company under and pursuant to Section 608.404 of the Limited Liability Act, pursuant to Chapter 608 of the Florida Statutes, of the State of Florida, do hereby certify as follows:

FIRST: The name of said Limited Liability Company shall be, MASADA PROPERTIES, LLC, and the mailing address and the street address of the principal office of the limited liability company shall be: 560 N.E. 103rd Street, Miami Shores, Florida 33138.

SECOND: MASADA PROPERTIES, LLC, shall have a perpetual duration from the date of filing of these Articles of Organization.

THIRD: The purposes for which, MASADA PROPERTIES, LLC is formed are:

(A) to purchase, sell, develop, and manage real estate properties, and undertake any ancillary real estate activities, subject to such laws and regulations governing such activities and other requirements pertinent thereto, on its own account and for the accounts of others;

(B) to engage in such other lawful acts or activities for which limited liability companies may be formed under Chapter 608 of the Statutes of the State of Florida.

FOURTH: The maximum number of ownership units which, MASADA PROPERTIES, LLC, is authorized to have outstanding is one hundred (100), all of which shall be identical units, and each of which shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one (1) is the numerator and the total units outstanding is the denominator.

*MASADA PROPERTIES, LLC
Articles of Organization*

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FIFTH: The limited liability company shall have TWO (2) Members:

Name: ROSETTE INTERNATIONAL OVERSEAS CORPORATION, a British Virgin Islands Corporation
Percentage of ownership: 90%

Name: SAUL RABINOVICH
Percentage of ownership: 10%

SIXTH: This limited liability company shall be member-managed and will have one managing-member, SAUL RABINOVICH.

SEVENTH: The name and mailing address of the company's registered agent is GRISALES & JACOBS, LLP, whose mailing address is: 1911 Harrison Street, Hollywood, Florida 33020.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 22nd day of April, 2004.

ROSETTE INTERNATIONAL OVERSEAS CORPORATION, a British Virgin Islands Corporation

By: 

Member

SAUL RABINOVICH

By: 

Member

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Designation and Acceptance of Registered Agent

Pursuant to the provisions of Florida Statutes, the undersigned limited liability Company organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the limited liability company is MASADA PROPERTIES, LLC
2. The name of the registered agent is GRISALES & JACOBS, LLP
3. The address of the registered agent/registered office is 1911 Harrison Street, Hollywood, Florida 33020.

Acceptance

Having been named as registered agent and designated to accept service process for the above limited liability company, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision 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.

By: 
For the Company

Date:

04 APR 2011
TALLAHASSEE
SECRETARY OF STATE

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