

Division of Corporations

**H040000 36496**

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

From: Account Name : ARAZOZA, COMAS, DE TORRES & FERNANDEZ-FIGUEROA, S.C.  
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SECURITIES AND INVESTMENTS  
TALLAHASSEE, FLORIDA

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LIMITED LIABILITY COMPANY

SILVER PALMS HOLDINGS, LLC.

Certificate of Status	1
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ARTICLES OF ORGANIZATION  
OF  
SILVER PALMS HOLDINGS, LLC

The undersigned members to these Articles of Organization hereby associate themselves together to form a Limited Liability Company under the laws of the State of Florida.

ARTICLE I  
NAME

The name of this Limited Liability Company is: SILVER PALMS HOLDINGS, LLC

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ARTICLE II  
GENERAL NATURE OF BUSINESS

The Limited Liability Company may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III  
TERM OF EXISTENCE

This Limited Liability Company is to exist perpetually. The Limited Liability Company's business will continue without regard to the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

ARTICLE IV  
ADDRESS

The principal office and mailing address of this Limited Liability Company in the State of Florida is 600 REINANTE AVENUE, CORAL GABLES, FL 33156. The Board of Managers may from time to time move the principal office to another address in Florida.

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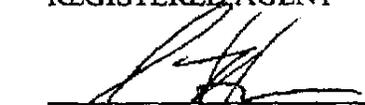
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In compliance with Section 48.091, Florida statutes, the following is submitted:

FIRST: That SILVER PALMS HOLDINGS, LLC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the County of Miami-Dade, State of Florida, designates ARAZOZA & FERNANDEZ FRAGA, P.A., as its Registered Agent to accept services within the State. The registered office of the Limited Liability Company shall be 2100 SALZEDO STREET, SUITE 300, CORAL GABLES, FL 33134.

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

REGISTERED AGENT

  
CARLOS F. ARAZOZA  
Managing Director  
Arazoza & Fernandez-Fraga, P.A.

Date: May 13, 2004

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