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

From:

Account Name : RASCO, REININGER, PEREZ & ESQUENAZI, P.L.
Account Number : 104076000124
Phone : (305)476-7100
Fax Number : (305)476-7102

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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

W&S WINTERHAVEN INVESTMENTS, LLC

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$160.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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P. 02

Audit No. H040001051263

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

ARTICLE I. Name

The name of the Limited Liability Company is:

W&S WINTERHAVEN INVESTMENTS, LLC

ARTICLE II. - Address

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

9737 NW 41st Street, Suite 453
Doral, Florida 33178-2924

**ARTICLE III. - Registered Agent, Registered Office,
& Registered Agent's Signature:**

The name and the street address of the registered agent are: /

**Miami Corporate Systems, Inc.
283 Catalonia Avenue
Second Floor
Coral Gables, Florida 33134**

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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 as provided for in Chapter 608, F.S.

Audit No. H040001051263

This instrument was prepared by:

Salomón B. Esquenazi, Esq.

Rasco Reininger Perez & Esquenazi, P.L.

283 Catalonia Avenue, 2nd Floor

Coral Gables, Florida 33134

(305) 476-7100

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P. 03

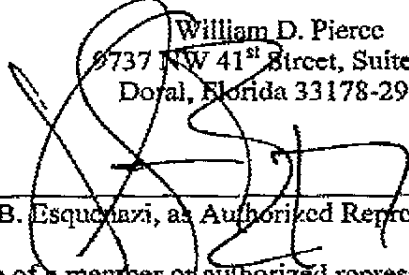
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REGISTERED AGENT:


Salomon B. Esquenazi, Vice President

ARTICLE IV. - Management:

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company. The name and address of such manager who is to serve as initial manager are:


William D. Pierce
8737 NW 41st Street, Suite 453
Doral, Florida 33178-2924

Salomon B. Esquenazi, as Authorized Representative of a member

Signature of a member or authorized representative of a member.

In accordance with section 608.408(3), Florida Statutes,
the execution of this document constitutes an
affirmation under the penalties of perjury that the
facts stated herein are true.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
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Audit No. H040001051263
This instrument was prepared by:
Salomón B. Esquenazi, Esq.
Rasco Reininger Perez & Esquenazi, P.L.
283 Catalonia Avenue, 2nd Floor
Coral Gables, Florida 33134
(305) 476-7100