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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

rock brown investments, llc

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Page Count	04
Estimated Charge	\$155.00

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TALLAHASSEE, FLORIDA

④

ARTICLES OF ORGANIZATION OF
ROCK BROWN INVESTMENTS, LLC
A FLORIDA LIMITED LIABILITY COMPANY

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, ROCK BROWN INVESTMENTS, LLC, and the mailing address and the street address of the principal office of the limited liability company shall be 60 Edgewater Drive, Unit 12-F, Coral Gables, Florida 33133.

SECOND: ROCK BROWN INVESTMENTS, LLC, shall have a perpetual duration from the date of filing of these Articles of Organization.

THIRD: The purposes for which, ROCK BROWN INVESTMENTS, LLC is formed are:

(A) to hold, purchase, manage and sell Real Estate, within the State of Florida, subject to such laws and regulations 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, ROCK BROWN INVESTMENTS, 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.

ROCK BROWN INVESTMENTS, LLC

Articles of Organization

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

Name: TERRI BROWN

Percentage of ownership: 50%

Name: ALAN ROCK

Percentage of ownership: 50%

SIXTH: This limited liability company shall be member-managed and will have two managing-members, TERRI BROWN and ALAN ROCK.

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 28th day of May,

2004.


TERRI BROWN

Member *AIF*


ALAN ROCK

Member *AIF*

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Designation and Acceptance of Registered Agent

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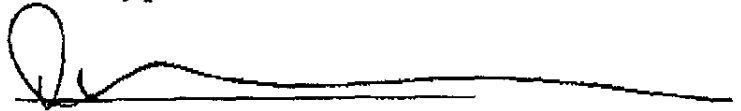
Pursuant to the provisions of Florida Statutes, the undersigned limited liability Company organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent in the State of Florida

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TALLAHASSEE, FLORIDA

1. The name of the limited liability company is ROCK BROWN INVESTMENTS, 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, Florida 33020

Acceptance

Having been named as registered agent and designated to accept service of 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: 5/28/04

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