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DIVISION OF CORPORATION

**LIMITED LIABILITY COMPANY**

Platinum Miami LLC

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Platinum Miami LLC

### Article II. Address

The Company's street and mailing address is:  
Platinum Miami LLC  
1717 North Bayshore Drive, Unit 1534  
Miami FL 33132

### Article III. Registered Agent

The name and street address of the Company's registered agent is:  
David F. Filler, Esq.  
1320 S. Dixie Highway, Penthouse 1275  
Miami FL 33146 UNITED STATES

### Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

David F. Filler | FL Bar Member 625221  
Levey, Airan, Shevin, Roen, Kelso, Corona & Herrera, LLP  
1320 S. Dixie Highway, Penthouse  
Miami FL 33146  
305-661-8664

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

CHRISTOPHE BRAYER  
1717 North Bayshore Drive, Unit 1534 Miami FL 33132

Article VII. Company Existence

The Company's existence shall begin effective as of 8/10/2005.

The undersigned authorized representative of a member executed these Articles of Organization on 8/10/2005.

  
\_\_\_\_\_  
DAVID F. FILLER

by E.S. Davila as attorney-in-fact

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## STATEMENT OF REGISTERED AGENT

### LIMITED LIABILITY COMPANY:


Platinum Miami LLC

### REGISTERED AGENT/OFFICE:

David F. Filler, Esq.  
1320 S. Dixie Highway, Penthouse 1275  
Miami FL 33146  
UNITED STATES

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I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
\_\_\_\_\_  
DAVID F. FILLER, ESQ.  
by E.S. Davila as attorney-in-fact

Date: 8/10/2005.

David F. Filler | FL Bar Member 625221  
Levey, Airan, Shevin, Roen, Kelso, Corona & Herrera, LLP  
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