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Division of Corporations

FAX NO.

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Florida Department of State
Division of Corporations
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To:

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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

05-105509

LIMITED LIABILITY COMPANY

MADRUGA RB-GEM, LLC

Certificate of Status	1
Certified Copy	1
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Estimated Charge	\$160.00

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. Name

The name of the Limited Liability Company is:

MADRUGA RB- GEM, LLC

ARTICLE II. - Address

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

4937 S.W. 75 Avenue
Miami, Florida 33155

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

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

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

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.

REGISTERED AGENT:


Luis A. Perez, Vice President

Audit No. H05000249857 3
This instrument was prepared by:
Luis A. Perez, Esq.
Rasco Reininger Perez Esquenazi & Vigil, P.L.
283 Catalonia Avenue, 2nd Floor
Coral Gables, Florida 33134
(305) 476-7100

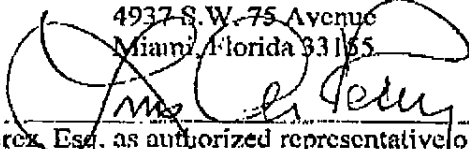
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ARTICLE IV. - Management:

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

RB-GEM MANAGEMENT, LLC
4937 S.W. 75 Avenue
Miami, Florida 33155



Luis A. Perez, Esq. as 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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Audit No. H05000249857 3
This instrument was prepared by:
Luis A. Perez, Esq.
Raseo Reininger Perez Esquonazi & Vigil, P.L.L.C.
283 Catalonia Avenue, 2nd Floor
Coral Gables, Florida 33134
(305) 476-7100