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

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

FLORIDA/FOREIGN LIMITED LIABILITY CO.

GOLF BROOK RB-GEM, LLC

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JAN 26 2006

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ARTICLES OF ORGANIZATION FOR

GOLF BROOK RB-GEM, LLC
a Florida Limited Liability Company

(M)

ARTICLE I-Name:

The name of the Limited Liability Company is:

GOLF BROOK 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. 75th Avenue
Miami, FL 33155

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TALLAHASSEE, FLORIDA

ARTICLE III-

Registered Agent, Registered Office, & Registered Agent's Signature:

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

THOMAS G. SHERMAN, ESQ.
90 ALMERIA AVENUE
CORAL GABLES, FL 33134

ARTICLE IV
PURPOSE

The limited liability company shall have the authority to engage in any activity or business permitted under the laws of the United States and of the law of the State of Florida, and the law of any other jurisdiction wherein it may conduct business. This limited liability company may conduct business within or without the State of Florida anywhere in the world that it may so select.

ARTICLE V
VOTING

Votes of the managers shall be in proportion to their contributions to the capital of the limited liability company as adjusted from time to time, to properly reflect any additional contributions or withdrawals of capital by the managers.

ARTICLE VI-
Management (Check box if applicable)

☒ X. The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.

☐ The Limited Liability Company is to be managed by its members and is, therefore, a member-managed company.

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ARTICLE VII
Managers

The Managers of the Limited Liability Company are:

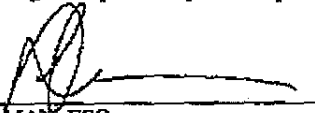
- 1.) RB-GEM Management, LLC, a Florida limited liability company
4937 S.W. 75th Avenue
Miami, FL 33155
- 2.) Investors Capital Mortgage Group, Inc., a Florida corporation
1414 N.W. 107th Avenue, Suite 109
Miami, FL 33172



Print Name: THOMAS G. SHERMAN, Esq.
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.)

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.



THOMAS G. SHERMAN, ESQ.
REGISTERED AGENT'S SIGNATURE

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