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FLORIDA/FOREIGN LIMITED LIABILITY CO.

portofino south beach II, llc

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4

**ARTICLES OF ORGANIZATION OF
PORTOFINO SOUTH BEACH II, LLC**

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SEVENTH DISTRICT, FLORIDA
TALLAHASSEE

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

**ARTICLE I
NAME**

The name of this Limited Liability Company shall be Portofino South Beach II, LLC (the "Company").

**ARTICLE II
DURATION**

The period of duration of the Company shall be perpetual, and the Company shall be in existence until dissolved in a manner provided by law, or as provided in the Operating Agreement.

**ARTICLE III
PURPOSE**

The Company is created for the purpose of transacting and engaging in any activity or business authorized under the Florida Statutes.

**ARTICLE IV
PRINCIPAL PLACE OF BUSINESS**

The principal place of business of the Company shall be 1001 Brickell Bay Drive, Suite 3112, Miami, FL 33131, and such other place or places as the member from time to time may determine. The mailing address of the Company is 1001 Brickell Bay Drive, Suite 3112, Miami, FL 33131.

**ARTICLE V
INITIAL REGISTERED OFFICE AND
REGISTERED AGENT**

The initial registered agent of the Company shall be SLC Corporate Services, Inc. The address of the initial registered agent is 1001 Brickell Bay Drive, Suite 3112, Miami, Florida 33131.

**ARTICLE VI
MANAGEMENT**

The Company will be managed by one or more of its members.

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