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**FLORIDA/FOREIGN LIMITED LIABILITY CO**

**ROCKMONT HOLDINGS, LLC**

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**ARTICLES OF ORGANIZATION  
OF  
ROCKMONT HOLDINGS, LLC**

Pursuant to the provisions of Chapter 608, Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida, the following are the Articles of Organization for ROCKMONT HOLDINGS, LLC (the "Company"):

**ARTICLE I - NAME**

The name of the limited liability company is ROCKMONT HOLDINGS, LLC (the "Company").

**ARTICLE II - MAILING ADDRESS AND PRINCIPAL PLACE OF BUSINESS**

The mailing address and principal place of business of the Company is 605 Lincoln Rd., Suite 300, Miami Beach, Florida 33139.

**ARTICLE III - INITIAL REGISTERED AGENT**


The name and address of the initial registered agent for the Company in Florida is Alex McLane Soto, c/o Hutton & Williams LLP, 1111 Brickell Avenue, Suite 2500, Miami, Florida 33131.

**ARTICLE IV - MANAGEMENT**

The Company shall be managed by its managing members. The names and addresses of the managing members are:

<u>Name</u>	<u>Address</u>
Perry Marsh Investments, LLC	605 Lincoln Rd., Suite 300 Miami Beach, Florida 33139
MBF Holdings, LLC	4991 SW 86 <sup>th</sup> Street Miami, Florida 33143

IN WITNESS WHEREOF, the undersigned authorized representative of ROCKMONT HOLDINGS, LLC has executed these Articles of Organization as of February 28, 2006.

  
\_\_\_\_\_  
Alex McLane Soto, Authorized Representative

**CERTIFICATE DESIGNATING THE ADDRESS  
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

**WITNESSETH**

That **ROCKMONT HOLDINGS, LLC**, desiring to organize under the laws of the State of Florida, has named Alex McLane Soto, whose offices are located at c/o Huntron & Williams LLP, 1111 Brickell Avenue, Suite 2500, Miami, Florida 33131, as its agent to accept service of process within this state

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with, and accept the duties and obligations of a registered agent outlined in Section 608.415, Florida Statutes.

Dated this 28th day of February, 2006.

  
\_\_\_\_\_  
Registered Agent Signature

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