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FLORIDA/FOREIGN LIMITED LIABILITY CO.

COLONY RB-GEM, LLC

Certificate of Status	0
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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: **Colony 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, Florida 33155

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

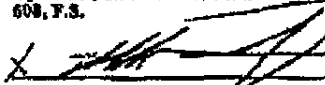
The name and the Florida street address of the registered agent are:

RB-Gem Management, LLC

4937 S.W. 75TH Avenue

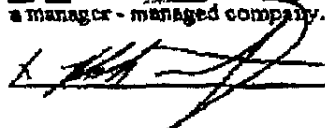
Miami, Florida 33155

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 605, F.S.

X  Registered Agent's Signature

ARTICLE IV - Management (Check box if applicable)

X The Limited Liability Company is to be managed by one Non Member Manager and is, therefore, a manager - managed company.

X  Signature of a member or an authorized representative of a member

(In accordance with section 605.406(2), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Rolando Benitez

Typed or printed name of signer

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