

Division of Corporations

Page 1 of 1

Florida Department of State
Division of Corporations
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DIVISION OF CORPORATIONS

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Hollywood Hills GP, LLC

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**ARTICLES OF ORGANIZATION
of
HOLLYWOOD HILLS GP, LLC**

The undersigned member, in forming a Florida Limited Liability Company ("Company") under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization for the Company:

ARTICLE I

NAME

The name of the Company is Hollywood Hills GP, LLC.

ARTICLE II

DURATION

The existence of the Company shall commence as of the date these Articles of Organization are filed with the Florida Department of State and shall continue perpetually from that date, unless earlier terminated in accordance with the Operating Agreement of the Company, or until dissolved in accordance with the provisions of applicable law.

ARTICLE III

ADDRESS

The mailing address and the street address of the principal office of the Company is P.O. Box 21745, Fort Lauderdale, Florida 33331.

ARTICLE IV

INITIAL REGISTERED AGENT

The name of the initial Registered Agent of the Company and the street address of the initial Registered Agent is:

BSPA Corporate Services, Inc.
350 East Las Olas Boulevard, Suite 1000
Fort Lauderdale, Florida 33301.

ARTICLE V

MEMBERS

The members shall be entitled to admit additional members in accordance with the Operating Agreement. Any new member shall become a member upon payment of their contribution to the capital of the Company, and upon such member's agreement to comply with Article of Organization and Operating Agreement of the Company then in existence.

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ARTICLE VI
MANAGEMENT

The management of the Company shall be vested in the Members of the Company. The Members may appoint a Managing Member, in the manner set forth in the Operating Agreement of the Company.

ARTICLE VII
OPERATING AGREEMENT

The regulation and management of the affairs of the Company shall be governed by the Operating Agreement of the Company.

ARTICLE VIII
RETURN OF CAPITAL

No member shall have the right to demand the return of his or its contribution to capital except as provided in the Company's Operating Agreement then in existence.

ARTICLE IX
DISSOLUTION OF COMPANY

Notwithstanding the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall not dissolve except as otherwise provided in the Operating Agreement.

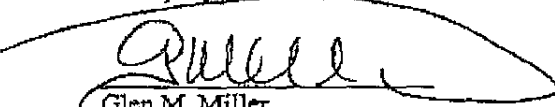
ARTICLE X
AMENDMENTS

The power to adopt, alter, amend or repeal these Articles of Organization or the Operating Agreement of the Company shall be vested in the Members of the Company.

ARTICLE XI
ATTESTATION

In accordance with Section 608.408(3), Florida Statutes, the execution of these Articles constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, the undersigned member of the Company has executed these Articles of Organization this 3rd day of May, 2006.


Glen M. Miller

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STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

The foregoing instrument was sworn to and acknowledged before me this 3rd day of May 2006, by Glen M. Miller, who is personally known to me.

NOTARY PUBLIC

Sign: 

Seal:



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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent of Hollywood Hills GP LLC, a Florida limited liability company (the "Company"), and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties and represents that it is familiar with and accepts the obligations of the position as registered agent as provided in Chapter 608, Florida Statutes.

Date: May 3, 2006

BSPA Corporate Services, Inc.

By: Franklin E. Caplan
Franklin E. Caplan, Esq., Vice President

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