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Division of Corporations

FAX NO.

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Florida Department of State

Division of Corporations

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From:

Account Name : RASCO, REININGER, PEREZ & ESQUENAZI, P.J.  
Account Number : 104076000124  
Phone : (305) 476-7100  
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DIVISION OF CORPORATIONS

FLORIDA/FOREIGN LIMITED LIABILITY CO.

PALM SPRINGS PROJECT LLC

Certificate of Status	1
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**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED  
LIABILITY COMPANY**

**ARTICLE I. Name**

The name of the Limited Liability Company is:

Palm Springs Project LLC

**ARTICLE II. -- Address**

The mailing address and street address of the principal office of the Limited Liability Company is:

21200 NE 38th Avenue #1401  
Aventura, Florida, 33180

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

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

Miami Corporate Systems, Inc.  
283 Catalonia Avenue, 2<sup>nd</sup> Floor  
Coral Gables, Florida 33134

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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.

REGISTERED AGENT:

MIAMI CORPORATE SYSTEMS, INC.

Salomon B. Esquenazi, Assist. Vice President

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This instrument was prepared by:

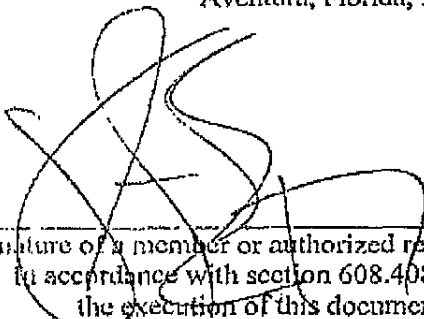
Salomon B. Esquenazi, Esq.  
Raseo Reininger Perez Esquenazi & Vigil, P.L.  
283 Catalonia Ave. 2nd. Floor  
Coral Gables, Florida 33134  
(305) 476-7100

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**ARTICLE IV. - Management:**

X The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company. The name and address of the manager who is to serve as initial managers is:

Aldo Facchi  
21200 NE 38th Avenue #1401  
Aventura, Florida, 33180

  
Signature of a member or 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.

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This instrument was prepared by:  
Salomon B. Esquenazi Esq.  
Rasco Reisinger Perez & Esquenazi & Vigil, P.L.  
283 Catalonia Ave., 2nd Floor  
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