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FLORIDA/FOREIGN LIMITED LIABILITY CO.
Flager SouthCom, LLC

Flager SouthCom, LLC

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ARTICLES OF ORGANIZATION OF

FLAGLER SOUTHCOM, LLC

Pursuant to Section 608.407 of the Florida Statutes, the undersigned hereby files these Articles of Organization as follows:

ARTICLE I - NAME

The name of the Limited Liability Company is Flagler SouthCom, LLC.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 355 Alhambra Circle, Suite 900, Coral Gables, Florida 33134.

ARTICLE III - INITIAL REGISTERED AGENT

The street address of the initial Registered Office of this Company in the State of Florida shall be c/o Flagler Development Group, 355 Alhambra Circle, Suite 900, Coral Gables, Florida 33134. The name of the initial Registered Agent of this Company at the above address shall be Kolleen O.P. Cobb, Esq.

ARTICLE IV - OFFICERS

The Company shall have Officers. The name and positions of the initial officers of the Company are as set forth below and such person shall hold such offices until his successor is elected by the Member: Name Position

Manie	Postion
Adolfo Henriques	Chairman
Armando Codina	President
Jose Hevia	Vice President
Kolleen O.P. Cobb	Vice President and Assistant Secretary
Daniel Popky	Vice President
Heidi Eddins	Vice President and Secretary
Bradley Lehan	Vice President and Treasurer
Keith Tickell	Vice President

ARTICLE V - DURATION

The period of duration for the Limited Liability Company is perpetual.

IN WITNESS WHEREOF, the undersigned authorized representative has hereunto set his hand and seal this 10th day of October, 2006.

Name: Kolleen O.P. Cobb, Esq.

Title Authorized Agent

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CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submits the following statement in designating the registered office/registered agent:

Flagler SouthCom, LLC, desiring to organize as a limited liability company under the laws of the State of Florida has designated Flagler Development Group, 355 Alhambra Circle, Suite 900, Coral Gables, Florida 33134 as registered office and named Kolleen O.P. Cobb, Esq. as the initial registered agent.

By: Kolleen O.P. Cobb, Esq., Authorized Agen

Having been named Registered Agent for the above stated limited liability company, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent as provided for in Section 608.415, Florida Statutes.

Kdleen O.P. Cobb, Esq., Registered Agent

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