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FLORIDA/FOREIGN LIMITED LIABILITY CO.

COUNSEL FLOWER INVESTMENTS, LLC

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**ARTICLES OF ORGANIZATION
OF
COUNSEL FLOWER INVESTMENTS, LLC**

The undersigned, acting as the organizer of **COUNSEL FLOWER INVESTMENTS, LLC** (the "Company") under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopts the following Articles of Organization:

**ARTICLE I
Name:**

The name of the limited liability company is **COUNSEL FLOWER INVESTMENTS, LLC.**

**ARTICLE II
Address:**

The mailing address and street address of the principal office of the Company is 2 Alhambra Plaza, Suite 1202, Coral Gables, Florida 33134.

**ARTICLE III
Initial Registered Agent and Office:**

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

**ALHAMBRA REGISTERED AGENTS, INC.
2 Alhambra Plaza, Suite 1202
Coral Gables, Florida 33134**

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designed 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.

ALHAMBRA REGISTERED AGENTS, INC.

By:



Martin J. Genauer, Vice President

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ARTICLE IV
Management:

The Company shall be managed by one or more Managers.

IN WITNESS WHEREOF, the undersigned Authorized Representative of a Member of the Company has executed these Articles of Organization as of this 9th day of January, 2007.

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.

By: 

Martin J. Genauer, Authorized Representative

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