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FLORIDA/FOREIGN LIMITED LIABILITY CO.

1124 havana, llc

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J. BRYAN

JAN 23 2007

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ARTICLES OF ORGANIZATION FOR

**1124 Havana, LLC
a Florida Limited Liability Company**

ARTICLE I-Name:

The name of the Limited Liability Company is:

1124 Havana, LLC

ARTICLE II- Address:

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

300 MERIDIAN AVENUE, SUITE 6
MIAMI BEACH, FL 33139

ARTICLE -III-

Registered Agent, Registered Office, & Registered Agent's Signature:

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

Thomas G. Sherman, Esq., P.A.
90 Almeria Avenue
Coral Gables, FL 33134

**ARTICLE IV
PURPOSE**

The limited liability company shall have the authority to engage in any activity or business permitted under the laws of the United States and of the law of the State of Florida, and the law of any other jurisdiction wherein it may conduct business. This limited liability company may conduct business within or without the State of Florida anywhere in the world that it may so select.

**ARTICLE V.
VOTING**

Votes of the members shall be in proportion to their contributions to the capital of the limited liability company as adjusted from time to time, to properly reflect any additional contributions or withdrawals of capital by the members.

**ARTICLE VI-
Management (Check box if applicable)**

☐ The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.

☒ The Limited Liability Company is to be managed by its members and is, therefore, a member-managed company.

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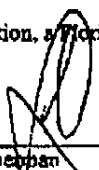
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**ARTICLE VII
MANAGING-MEMBER:**

The Managing-Member of the Limited Liability Company is:

- 1.) Havana Management Corporation, a Florida corporation
300 Meridian Avenue, Suite 6
Miami Beach, FL 33139



Print Name: Thomas G. Sheppan
Authorized Representative of a Managing-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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