

**L080000068123**

**Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 617-6383

From:

Account Name : CUMMINGS & LOCKWOOD, LLC  
Account Number : I20030000098  
Phone : (239) 947-8811  
Fax Number : (239) 947-8025

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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**SAXOPM LLC**

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**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED  
LIABILITY COMPANY  
OF  
SAXOPM LLC**

**ARTICLE I**

**Name**

The name of this Limited Liability Company is SAXOPM LLC (the "Company").

**ARTICLE II**

**Address**

The mailing address and street address of the principal office of the Company are:

c/o Cummings & Lockwood LLC  
3001 Tamiami Trail North, Suite 400  
Naples, Florida 34103

**ARTICLE III**

**Purpose**

The purpose for which this limited liability company is organized is for any and all lawful business as a limited liability company.

**ARTICLE IV**

**Duration**

The period of duration for the Company is perpetual.

**ARTICLE V**

**Registered Office and Agent**

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

CLASP, INC.  
3001 TAMAMIAMI TRAIL NORTH, SUITE 400  
NAPLES, FLORIDA 34103

*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*

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*am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.*



Robert L. Lancaster Vice President

**ARTICLE VI**  
**Management**

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

B. Marcelo Oppenheim  
c/o Cummings & Lockwood LLC  
3001 Tamiami Trail North, Suite 400  
Naples, Florida 34103

**ARTICLE VII**  
**Limitation on Agency Authority of Members**

Pursuant to Section 608.42335, Florida Statutes, no member of the Company shall be an agent of the Company for the purpose of its business solely by virtue of being a member, and no member may bind the Company by taking any action solely by virtue of being a member.

**ARTICLE VIII**  
**Written Operating Agreement**

Any Operating Agreement entered into by the members of the Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members or managers of the Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, any written operating agreement of the Company, as amended and in existence from time to time.

Dated this 15th day of July, 2008.

By:



Robert L. Lancaster  
Authorized Representative

(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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