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To:

Division of Corporations

Fax Number

; (850)617-6383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 Phone : (305)634-3694

Fax Number : (305)633-9696

FLORIDA/FOREIGN LIMITED LIABILITY CO.

BIMINI SANDS 15H, LLC

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Electronic Filing Menu

Corporate Filing Menu

Help

8/20/2008 11:02 AM

1 of I

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ARTICLES OF ORGANIZATION OF Bimini Sands 15H, LLC

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company is Bimini Sands 15H, LLC (the "Company").

ARTICLE II

ADDRESS

The principal office and mailing address of the Company is:

5924 Alton Road Miami Beach, FL 33140

ARTICLE III

REGISTERED AGENT AND OFFICE

The Company designates 6924 Alton Road, Miami Beach, FL 33140 as the street address of the initial registered office of the Company and names Carlos Capote as the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE IV

MANAGEMENT

The Company shall be member-managed as per the terms of the Company's Operating Agreement.

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ARTICLE V.

OWNERSHIP

Ownership in the Company shall be vested as follows:

Carlos Capote

50%

Adrian Capote

50%

ARTICLE VI.

DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of ownership interest.

ARTICLE VII.

PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VIIL

ADDITIONAL MEMBERS

Additional Members shall be admitted in the manner set forth in the Operating Agreement of the Company.

ARTICLE IX.

OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 18th day of August, 2008.

Carlos Capote

Authorized Representative

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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for Bimini Sands 15H, LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that the undersigned is familiar with, and accepts, the obligations of such position on this 13th day of August, 2008.

Name: Carlos Capote

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SECRETARIOA
TALLAHASSEE, FLORIDA

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