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Division of Corporations

FAX ID: 305-220-1440

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Florida Department of State
Division of Corporations
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

MILLER HARBOUR PROPERTIES, L.L.C.

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S. HAWKES

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1/12/2009 9:51 PAGE 001/001

Florida Dept of State



January 12, 2009

FLORIDA DEPARTMENT OF STATE

Division of Corporations

LAZARUS CORPORATE FILING SERVICES, INC.

SUBJECT: MILLER HARBOUR PROPERTIES, L.L.C.
REF: W09000001244

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Lizanne Hawkes
Regulatory Specialist II
Registration Section

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF**

MILLER HARBOUR PROPERTIES, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be Miller Harbour Properties, Limited Company/Limited Liability Company/L.L.C./L.L.C./LC/LLC..... ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is 7750 SW 117th Avenue, Suite 201, MIAMI, FL, 33183

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence be perpetual, unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are Lillian Perez at 7750 SW 117th Avenue, Suite 201, Miami, FL 33183.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

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ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members as provided in the regulations.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all 100% of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of the remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company are Lillian Perez

OR

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are

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NAME

ADDRESS

Lillian Perez

7750 SW 117th Avenue
Suite 201
Miami, FL 33183

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SECRETARY OF STATE
TELEPHONE 331-1000

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Miami-Dade County, Florida, on 8th Day of January, 2009

Lillian Perez
Lillian Perez
Lillian Perez
Name

Sworn to and subscribed before me on 8th day of January, 2009 by Lillian Perez who is personally known to me and produced a Florida Driver's License.

Stephanie Porta
Notary Public -- State of
Florida
Stephanie Porta



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