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MOMBACH BOYLE HARDIN

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Division of Corporations

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Florida Department of State

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

CFR RIO VISTA, LLC

Certificate of Status	1
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EXAMINER

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**ARTICLES OF ORGANIZATION
OF
CFR RIO VISTA, LLC**

The undersigned, as the authorized representative of the initial member of CFR RIO VISTA, LLC, a Florida limited liability company formed hereunder, for the purpose of forming a limited liability company under the laws of the State of Florida, adopts the following Articles of Organization:

**ARTICLE I
NAME**

The name of the limited liability company shall be CFR RIO VISTA, LLC.

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of the limited liability company shall be located at Stonegate Bank, 1430 North Federal Highway, Ft. Lauderdale, Florida 33304, but the limited liability company shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE III
DURATION**

The limited liability company shall have perpetual duration.

**ARTICLE IV
PURPOSES AND POWERS**

The limited liability company is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States of America and of the State of Florida, and in general to carry on any and all incidental business and to have and exercise all the powers conferred by the laws of the State of Florida.

Prepared by:
Gary S. Singer, Esquire
Mombach, Boyle & Hardin, P.A.
500 E. Broward Blvd., Suite 1950
Ft. Lauderdale, Florida 33395
(954)467-2200
Florida Bar Number 0355178

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Nothing contained in these Articles shall be deemed or construed as authorizing or permitting or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under the laws of the State of Florida, lawfully carry on, exercise or do.

ARTICLE V **EXERCISE OF POWERS**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of the limited liability company shall be managed under the direction of, the Manager(s) of the limited liability company. This Article may be amended from time to time, as provided in the Operating Agreement of the limited liability company, by a unanimous vote of the members of the limited liability company.

ARTICLE VI **MANAGEMENT**

The limited liability company shall have one (1) Manager initially, who shall manage the business and affairs of the limited liability company. The number of Managers may be increased or decreased from time to time by the members, as provided in the Operating Agreement or Regulations of the limited liability company, but shall never be less than one (1).

ARTICLE VII **MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business of the limited liability company upon unanimous consent of the remaining members.

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ARTICLE VIII
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the limited liability company is 500 East Broward Boulevard, Suite 1950, Ft. Lauderdale, Florida 33394, and the initial registered agent at that office is David C. Hardin.

ARTICLE IX
EFFECTIVE DATE


These Articles of Organization shall become effective upon filing by the Department of State of the State of Florida.

ARTICLE X
INDEMNIFICATION

The limited liability company is hereby specifically authorized to make provision for the indemnification of Managers, officers, employees and agents to the full extent permitted by law.

The undersigned being the authorized representative of the initial member of the limited liability company, certifies that this instrument constitutes the Articles of Organization of CFR RIO VISTA, LLC.

Dated this 15 day of May, 2009.


STEVEN SANZONE

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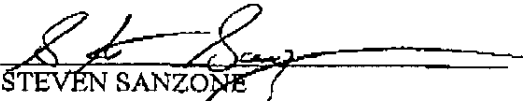
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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 608.407 and 608.415, Florida Statutes, the following is submitted:

CFR RIO VISTA, LLC, desiring to organize or qualify under the laws of the State of Florida hereby designates David C. Hardin as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 500 East Broward Boulevard, Suite 1950, Ft. Lauderdale, Florida 33394.

DATED this 15 day of May, 2009.


STEVEN SANZONE

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby agree to 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.

DATED this 1st day of May, 2009.


DAVID C. HARDIN

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