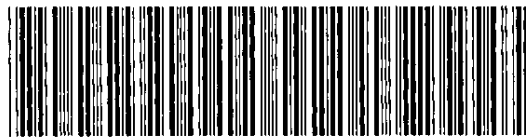


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**CAPITAL CONNECTION, INC.**

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Merrimon Ashville, LLC

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Thank you!



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- Certificate of Status \_\_\_\_\_
- Certificate of Fictitious Name \_\_\_\_\_
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- Officer Search \_\_\_\_\_
- Fictitious Search \_\_\_\_\_
- Fictitious Owner Search \_\_\_\_\_
- Vehicle Search \_\_\_\_\_
- Driving Record \_\_\_\_\_
- UCC 1 or 3 File \_\_\_\_\_
- UCC 11 Search \_\_\_\_\_
- UCC 11 Retrieval \_\_\_\_\_

Signature

Requested by: Christina 8/18 AM  
Name Date Time

ARTICLES OF ORGANIZATION  
OF  
Merrimon Ashville LLC

I, THE UNDERSIGNED, subscriber member of the Articles of Organization, on behalf of the members, for the purpose of forming a Limited Liability Company under the Laws of the State of Florida, pursuant to the Florida Limited Liability Company Act, state:

ARTICLE ONE

The name of this company shall be Merrimon Ashville LLC

ARTICLE TWO

The Company shall commence existence upon the filing of these Articles of Organization with the Secretary of the State of Florida, and continue in perpetual existence unless sooner dissolved as provided by law.

ARTICLE THREE

The purpose of the Company shall be to such extent as a limited liability company organized under the Florida Limited Liability Company Act law of this state may now or hereafter lawfully do, either as principal or agent and either alone or in connection with other corporations, firms, or individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interest of this Company or to enhance the value of its properties; and in general to do any and all things and exercise any and all powers, rights, and privileges which a limited liability company may now or hereafter be organized to do or to exercise under the laws governing limited liability companies of this State or under any act amendatory thereof, supplemental thereto, or substituted there from or to otherwise engage in any lawful activity either within or without the State of Florida. The Company may buy, sell, lease, rent, encumber, deal in or otherwise dispose of real or personal property including retail or wholesale sales, manufacturing, assembling, act as commission merchant, broker, jobber, dealer, import, export, or any other lawful business activity without limitation. To do any and all other acts and things that are necessary or convenient to the attainment of the purposes of this Company and any of them, to the same extent as natural persons lawfully might or could do in any part of the world, insofar as such acts are permitted to be done by a company organized under the Limited Liability Company Act of this state.

ARTICLE FOUR

The Company shall be managed by one or more Managing Member(s) appointed by the Members and the Managing Member(s) may delegate duties to designated

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agent or agents. The initial Managing Member to serve until replaced by the members of the Company is as follows:

1020 Merrimon Inc.  
1111 Biscayne Blvd.  
Jockey Club  
Building III  
Apartment 455  
Miami, FL 33181

#### ARTICLE FIVE

The initial street address of the Company's office and their mailing address, and the name of the initial Registered Agent are as follows:

<u>Company's Street Address</u>	<u>Registered Agent/Address</u>
1111 Biscayne Blvd. Coral Gables, FL 33134 Jockey Club Apartment 455 Miami, FL 33181	Frank R. S. Fabre 2310 Cournty Club Prado Coral Gables, FL 33134

The initial principal place of business of the Company is at:

1111 Biscayne Blvd.  
Jockey Club  
Building III  
Apartment 455  
Miami, FL 33181

#### ARTICLE SIX

SUBSCRIBER: The Name and Post Office address of the Subscriber Member to these Articles of Organization are:

Carmen Helena Nuñez Degwitz, as Trustee for "The Nuñez Degwitz Real Property Trust", dated July 21, 2009, 100% membership interest.  
1111 Biscayne Blvd.  
Jockey Club  
Apartment 455  
Miami, FL 33181

#### ARTICLE SEVEN

The Managing Member(s) is authorized by himself to make regulations or an Operational Agreement to govern the Company and to amend them from time to time.

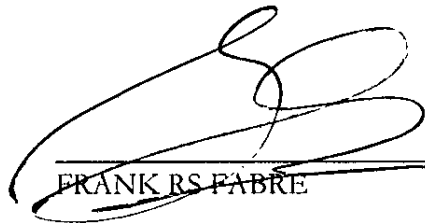
ARTICLE EIGHT

After the initial membership, additional members may be admitted on the written consent of a majority of the existing members. A member may not transfer its interest without written consent of a majority of the remaining members except as otherwise provided in the initial subscription. In the event of an Assignment or if a member ceases to have an interest in the Company, the Company shall still continue. The remaining members of the limited liability company shall continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company. The Manager may provide for transfer of initial contribution.

ARTICLE NINE

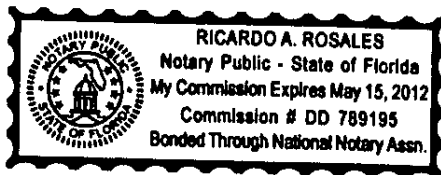
The regulations shall prescribe the contributions required of the member. The regulations may prescribe a reduction and loss of membership for failure to pay a required contribution after notice.

IN WITNESS WHEREOF, I have sent my hand and seal in Miami-Dade County, Florida, this 17 day of August 2009.

  
FRANK R. S. FABRE

STATE OF FLORIDA  
COUNTY OF  
MIAMI-DADE

The foregoing instrument was acknowledged before me this 17 day of August 2009, by FRANK R. S. FABRE, to me known to be the person described in and who signed the foregoing Articles of Organization, as subscriber's agent for Carmen Helena Nuñez Degwitz as trustee for "The Nuñez Degwitz Real Property Trust" dated July 21, 2009, he acknowledged to me that he signed the same freely and voluntarily.



  
Notary Public

My commission expires: MAY 15 2012