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09 NOV -2 AM 10:07

B. KOHR

NOV 3 2009

EXAMINER

SACHER, MARTINI & SACHER, P.A.

ATTORNEYS AT LAW

2655 LeJeune Road, Suite 1101, Coral Gables, Florida 33134

Telephone: 305/448-3900 • Facsimile: 305/446-9206

Charles P. Sacher  
Gregory T. Martini  
Charles S. Sacher

Brian V. Bergman  
Melissa R. Smith

October 30, 2009

FedEx # 8545 9287 4169

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center  
Tallahassee, FL 32314

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
09 NOV -2 AM 10:07

Re: Royal Road GP, LLC  
Our File No. 5364

Dear Sir/Madam:

On behalf of the above-referenced limited liability company, I enclose herewith an original of the fully executed and notarized Articles of Organization, together with our firm check in the amount of \$155.00.

Please cause the original copy of the Articles of Organization to be filed among the corporate records of the State of Florida. Please return a certified copy to the undersigned.

The check enclosed herein is in payment of the following fees or charges:

Filing Fee	\$125.00
Certified Copy Fee	<u>30.00</u>
TOTAL	\$155.00

Thank you for your attention to this matter.

Sincerely,



Charles S. Sacher

CSS:ir

Enclosures

cc: Mr. & Mrs. Carlos R. Cuervo

**ARTICLES OF ORGANIZATION OF  
ROYAL ROAD GP, LLC**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 NOV -2 AM 10:07

The undersigned, desiring to form a Limited Liability Company under and pursuant to §608.405, Florida Statutes, does hereby certify as follows:

FIRST: The name of said limited liability company shall be **ROYAL ROAD GP, LLC**.

SECOND: **ROYAL ROAD GP, LLC** shall exist in perpetuity.

THIRD: Copies of the Operating Agreement of **ROYAL ROAD GP, LLC** may be obtained from the Manager at 3590 Rockerman Road, Miami, Florida 33133-3233 which is the place in the State of Florida where the principal office of the limited liability company is located. The mailing address of **ROYAL ROAD GP, LLC** shall be 3590 Rockerman Road, Miami, Florida 33133-3233 .

FOURTH: The purposes for which **ROYAL ROAD GP, LLC** is formed are:

A. Engaging in any and all phases of the business of serving as a General Partner of the Royal Road Limited Partnership; and

B. Engaging in such other lawful acts or activities for which limited liability companies may be formed under §608.403, Florida Statutes.

FIFTH: The maximum number of ownership units which **ROYAL ROAD GP, LLC** is authorized to have outstanding is one thousand (1000), all of which shall be identical units, and each of which shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one (1) is the numerator and the total units outstanding is the denominator.

SIXTH: **ROYAL ROAD GP, LLC** desiring to organize under the laws of the State Florida as a limited liability company has designated its initial registered office at 2655 LeJeune Road, Suite 1101, Miami-Dade County, Coral Gables, Florida, 33134 and has named Charles S. Sacher as its initial Registered Agent who is located at such address.

SEVENTH: The name and street address of the subscriber to these Articles of Organization of **ROYAL ROAD GP, LLC** is as follows:

NAME  
Charles S. Sacher

ADDRESS  
2655 LeJeune Rd., Suite 1101  
Coral Gables, FL 33134

EIGHTH: The business of this limited liability company shall be conducted by two (2) Managers who shall be elected by the Members, who shall be elected in accordance with the Operating Agreement.

The name and street address of the initial Managers, who shall hold office for the first year of its existence or until their successors are elected and qualified is as follows:

NAME

ADDRESS

Carlos R. Cuervo

3590 Rockerman Road  
Miami, Florida 33133-3233

Marianna Arellano Cuervo

3590 Rockerman Road  
Miami, Florida 33133-3233

In accordance with the provisions of §608.409, Florida Statutes, the effective date of existence is specified to be November 1, 2009, so long as these Articles of Organization are filed with the Secretary of State within five (5) business days of this date.

WITNESS my hand and seal this 30 day of October 2009  
Charles S. Sachero (SEAL)

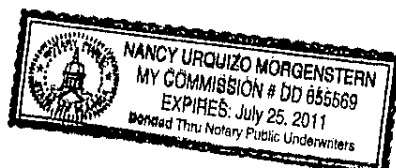
STATE OF FLORIDA )  
COUNTY OF MIAMI-DADE ) SS:

BEFORE ME, the undersigned authority, personally appeared Charles S. Sachero me well known to be the person described in and who executed and subscribed to the foregoing Articles of Organization, and he acknowledged before me that he executed and subscribed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Coral Gables, in said County and State, this 30 day of October 2009.

Nancy Urquiza Morgenstern  
Notary Public, State of Florida at Large

My commission expires:



ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept Service of Process for ROYAL ROAD GP, LLC, at the place designated in Section SIXTH of the Articles of Organization to which this Acknowledgment is attached, I hereby acknowledge that I am familiar with and accept the obligations of that position.



(SEAL)

Charles S. Sacher, Registered Agent

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