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FLORIDA/FOREIGN LIMITED LIABILITY CO.
Grovenor Holdings LLC

Certificate of Status	0
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EXAMINER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
GROVENOR HOLDINGS LLC

ARTICLE I

The name of the limited liability company (hereinafter called the "limited liability company") is **GROVENOR HOLDINGS LLC**.

ARTICLE II

The address of the principal office and the mailing address of the limited liability company is 121 Alhambra Plaza, Suite 1400, Coral Gables, Florida 33134.

ARTICLE III

The period of duration for the limited liability company shall be perpetual.

ARTICLE IV

The management of the limited liability company shall be vested in a Board of Directors (the "Board of Directors"). The Directors shall be managers for purposes of the Florida Act. The Board of Directors of the Company shall consist of at least two (2) directors, with the exact number to be fixed from time to time in the manner provided in the Limited Liability Company Agreement of the limited liability company (the "LLC Agreement"). Directors appointed pursuant to the LLC Agreement shall be managers for purposes of the Florida Act. The number of directors constituting the initial Board of Directors is three (3), and the names and addresses of the members of the initial Board of Directors, who will serve as the limited liability company's Directors until their successors are duly elected or appointed are:

Steven I. Bandel
121 Alhambra Plaza, Suite 1400
Coral Gables, Florida 33134

Gabriel E. Montoya
121 Alhambra Plaza, Suite 1400
Coral Gables, Florida 33134

Eduardo L. Hernandez, Esq.
121 Alhambra Plaza, Suite 1400
Coral Gables, Florida 33134

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ARTICLE V

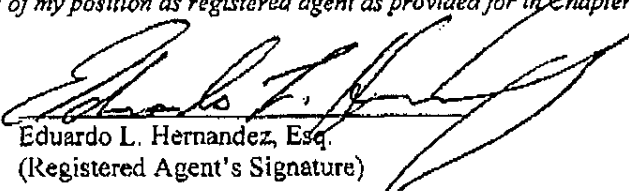
The following persons are appointed to the offices set forth opposite their names below, each to serve until their resignation or removal, or their respective successors have been duly appointed:

Steven I. Bandel	President
Gabriel E. Montoya	Vice President and Treasurer
Eduardo L. Hernandez, Esq.	Secretary

ARTICLE VI

The name and the Florida street address of the registered agent and office are Eduardo L. Hernandez, Esq., c/o Finser Corporation, 121 Alhambra Plaza, Suite 1400, Coral Gables, Florida 33134.

Having been named as the registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby 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 as provided for in Chapter 608, F.S.


Eduardo L. Hernandez, Esq.
(Registered Agent's Signature)

Date: December 4, 2009

ARTICLE VII

☒ The Limited Liability Company is to be managed by two (2) or more managers and is, therefore, a manager - managed company.

By: 

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Gabriel E. Montoya, Authorized Representative

Typed or printed name of signee

FILING FEES:

\$100.00 Filing Fee for Articles of Organization
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (OPTIONAL)
\$ 5.00 Certificate of Status (OPTIONAL)

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