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FLORIDA RESEARCH & FILING SERVICES, INC. 1211 CIRCLE DRIVE TALLAHASSEE, FL 32301 PHONE (850)656-6446 OFFICE USE ONLY WALK-IN **ENTITY NAME:** KEY BISCAYNE STRATEGIC INVESTORS, LLC CK# 4333 AMOUNT \$160.00 PLEASE FILE THE ATTACHED ARTICLES & RETURN THE FOLLOWING: XXX CERTIFIED COPY

___ STAMPED COPY

XXX CERTIFICATE OF STATUS

Examiner's Initials

FILED

ARTICLES OF ORGANIZATION OF KEY BISCAYNE STRATEGIC INVESTORS, LLC 10 JAN -7 PM 2: 52

ARTICLE I NAME TALLAHASSEE. FLORIDA

The name of this Limited Liability Company shall be KEY BISCAYNE STRATEGIC INVESTORS, LLC (the "Company").

ARTICLE II PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Company shall be 340 Palmwood Lane, Key Biscayne, FL 33149 and such other place or places as the members from time to time may determine. The mailing address of the Company is 340 Palmwood Lane, Key Biscayne, FL 33149.

ARTICLE III INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered agent of the Company shall be Atrium Registered Agents, Inc. The address of the initial registered agent is 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146.

ARTICLE IV MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager – managed company. The name and address of the manager who will serve as manager until the first annual meeting of members or until his successors are selected and qualified in accordance with the Operating Agreement or applicable law is:

Marco A. Gomez 340 Palmwood Lane Key Biscayne, Florida 33149

ARTICLE V PURPOSE OF THE COMPANY

This limited liability company may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed on the ______ day of January, 2010, effective upon filing same with the Florida Department of State.

KEY BISCAYNE STRATEGIC INVESTORS, LLC

BY:

Jose L. Nuñez, Authorized Representative

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT DESIGNATING ITS REGISTERED OFFICE AND REGISTERED AGENT IN FLORIDA.

1. The name of the limited liability company is:

KEY BISCAYNE STRATEGIC INVESTORS, LLC

2. The name and address of the registered agent and office is:

Atrium Registered Agents, Inc. 1500 San Remo Avenue, Suite 125 Coral Gables, Florida 33146

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN THIS CERTIFICATE, REGISTERED AGENT HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. REGISTERED AGENT FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND IS FAMILIAR WITH AND ACCEPTS THE DUTIES AND OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT.

ATRIUM REGISTERED AGENTS, INC.

Jose L. Nuñez, Vice President

Date: January _____, 2010

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