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Email Address: tparrott@firstsouthernbank.com

FLORIDA LIMITED LIABILITY CO.
GSP XI, LLC

Certificate of Status	0
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EXAMINER

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**ARTICLES OF ORGANIZATION
OF
GSP XI, LLC**

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the laws of the State of Florida.

ARTICLE I

The name of this limited liability company shall be: GSP XI, LLC.

ARTICLE II

The mailing address and street address of the principal office of the limited liability company shall be 900 North Federal Highway, Suite 300, Boca Raton, Florida 33432, with the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE III

The initial registered office of this limited liability company is 900 North Federal Highway, Suite 300, Boca Raton, Florida 33432. The initial registered agent at that address is First Southern Bank, a Florida banking corporation.

ARTICLE IV

The limited liability company shall be managed by its managers. The initial managers of the limited liability company are Edward Bukowski, Patricia A. Parrott and Charles Arnett.

ARTICLE V

This limited liability company shall commence its existence as of the execution hereof and shall exist perpetually thereafter unless sooner dissolved.

IN WITNESS WHEREOF, the undersigned Authorized Representative of a Member has executed these Articles of Organization on March 9, 2010.


Edward Bukowski, Authorized Representative

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**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 in designating the registered office/registered agent, in the State of Florida.

FIRST -- The name of the limited liability company is GSP XI, LLC.

SECOND -- The name and address of the registered agent and office is:

First Southern Bank, a Florida banking corporation
900 North Federal Highway, Suite 300
Boca Raton, Florida 33432

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, 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.

Executed on March 8, 2010.

FIRST SOUTHERN BANK,
a Florida banking corporation,
Registered Agent

By: Edward Bukowski
Edward Bukowski, Secretary

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