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To:

Division of Corporations  
Fax Number : (850) 617-6383

From:

Account Name : GREENBERG TRAUIG (WEST PALM BEACH)  
Account Number : 075201001473  
Phone : (561) 955-7600  
Fax Number : (561) 338-7099

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: tparrott@firstsouthernbank.com

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TALLAHASSEE, FLORIDA

FLORIDA LIMITED LIABILITY CO.  
GSP XII, LLC

Certificate of Status	0
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G. MCLEOD

MAR 16 2010

EXAMINER

**ARTICLES OF ORGANIZATION  
OF  
GSP XII, LLC**

**ARTICLE I. Name:** The name of the Limited Liability Company is GSP XII, LLC (the "Company").

**ARTICLE II. Address:** The mailing address of the principal office of the Company is 900 North Federal Highway, Suite 300, Boca Raton, FL 33432. The street address of the principal office of the Company is 900 North Federal Highway, Suite 300, Boca Raton, FL 33432.

**ARTICLE III. Registered Agent, Registered Office & Registered Agent's Signature:** The name and the Florida street address of the Company's registered agent are:

First Southern Bank, a Florida banking corporation  
900 North Federal Highway, Suite 300  
Boca Raton, FL 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 as provided in Chapter 608, Florida Statutes.*

First Southern Bank, a Florida banking corporation

By: Edward Bukowski  
Edward Bukowski, Authorized Representative

**ARTICLE IV. Management:** The Company is to be managed by one or more managers and is, therefore, a manager-managed company. The names and addresses of the initial managers are:

Edward Bukowski 900 North Federal Highway Suite 300 Boca Raton, FL 33432	Patricia A. Parrott 900 North Federal Highway Suite 300 Boca Raton, FL 33432	Charles Arnett 900 North Federal Highway Suite 300 Boca Raton, FL 33432
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15a IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this day of March, 2010.

Edward Bukowski  
Edward Bukowski, Authorized Person

(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.)

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