

**Electronic Articles of Organization
For
Florida Limited Liability Company**

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FILED 8:00 AM
April 09, 2010
Sec. Of State
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Article I

The name of the Limited Liability Company is:

VALEY XII LLC

Article II

The street address of the principal office of the Limited Liability Company is:

17150 N. BAY ROAD

#2220

SUNNY ISLES BEACH, FL. US 33160

The mailing address of the Limited Liability Company is:

17150 N. BAY ROAD

#2220

SUNNY ISLES BEACH, FL. US 33160

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

GREGORY FISHMAN

1111 KANE CONCOURSE

STE. 209

BAY HARBOR ISLANDS, FL. 33154

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.

Registered Agent Signature: GREGORY FISHMAN

Article V

The name and address of managing members/managers are:

Title: MGRM
OSVALDO MARCELO DO VALE
17150 N. BAY ROAD, #2220
SUNNY ISLES BEACH, FL. 33160 US

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Article VI

The effective date for this Limited Liability Company shall be:

04/08/2010

Signature of member or an authorized representative of a member

Signature: GREGORY FISHMAN