

Division of Corporations

Page 1 of 1

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Florida Department of State
Division of Corporations
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Email Address: jrodman@fowler-white.com

**FLORIDA LIMITED LIABILITY CO.
GOODMAN ELEUTHERA HOLDINGS, LLC**

| | |
|-----------------------|----------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
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C. LEWIS

MAY 28 2010

EXAMINER

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ARTICLES OF ORGANIZATION
OF
GOODMAN ELEUTHERA HOLDINGS, LLC

ARTICLE I

The name of the limited liability company formed hereby is **GOODMAN ELEUTHERA HOLDINGS, LLC** (the "Limited Liability Company").

ARTICLE II

The duration of the Limited Liability Company shall be perpetual.

ARTICLE III

The principal office and mailing address of the Limited Liability Company shall be as follows:

4021 Kiaora Street
Coconut Grove
Miami, Florida 33133

ARTICLE IV

The Registered Agent of the Limited Liability Company and his street address in the State of Florida are as follows:

John C. Strickroot, Esq.
1395 Brickell Avenue, 14th Floor
Miami, Florida 33131

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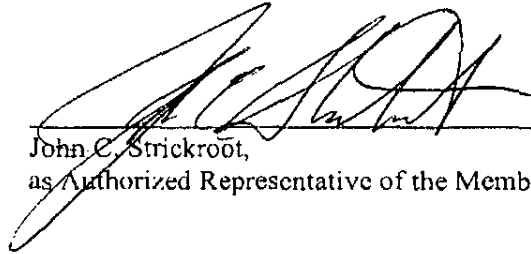
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ARTICLE V

The Limited Liability Company shall be manager-managed. The name and address of the initial Manager is:

David P. Goodman
4021 Kiaora Street
Coconut Grove
Miami, Florida 33133



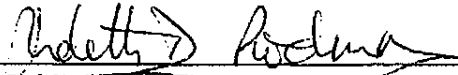
John C. Strickroot,
as Authorized Representative of the Member

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

Before me personally appeared John C. Strickroot, as Authorized Representative of the Member, who is personally known to me, or who produced _____ as identification, to be the person who executed the foregoing Articles of Organization.

In witness whereof I have hereunto set my hand and official seal this 26 day of May, 2010.

NOTARY PUBLIC STATE OF FLORIDA
Judith D. Rodman
Commission # DD921378
Expires OCT. 18, 2013
BONDED THRU ATLANTIC BONDING CO., INC.



Notary Public
Print Name: JUDITH D. RODMAN
My Commission expires: 10/18/2013

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
OF RESIDENT AGENT AND
ACCEPTANCE OF DESIGNATION


Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company organized under the laws of the state of Florida, submits the following statement in designating its Registered Office and Registered Agent in the State of Florida:

1. The name of the limited liability company is GOODMAN ELEUTHERA HOLDINGS, LLC.

2. The name and address of the Registered Agent and Office is:

John C. Strickroot, Esq.
1395 Brickell Avenue, 14th Floor
Miami, Florida 33131

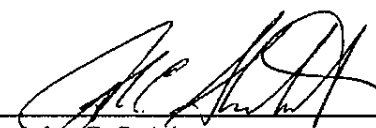
Having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in the Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as Registered Agent.



John C. Strickroot, Registered Agent

Date: May 26, 2010

GOODMAN ELEUTHERA HOLDINGS, LLC

By: 

John C. Strickroot,
as Authorized Representative
of the Member

Audit No. H 10000125050 3