

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

L10000105262
FILED 8:00 AM
October 08, 2010
Sec. Of State
btadlock

Article I

The name of the Limited Liability Company is:

321 OCEAN MANAGER LLC

Article II

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

848 BRICKELL AVENUE
SUITE 200
MIAMI, FL. 33131

The mailing address of the Limited Liability Company is:

848 BRICKELL AVENUE
SUITE 200
MIAMI, FL. 33131

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:

NRAI SERVICES, INC.
2731 EXECUTIVE PARK DRIVE
SUITE 4
WESTON, FL. 33331

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: TINA BONOVICH

Article V

The name and address of managing members/managers are:

Title: MGRM
JOSHUA BENAİM
150 EAST 58TH STREET, 28TH FLOOR
NEW YORK, NY. 10155

Title: MGRM
DAVID ARDITI
848 BRICKELL AVENUE, SUITE 200
MIAMI, FL. 33131

Title: MGRM
TIM GORDON
441 LEXINGTON AVENUE, 10TH FLOOR
NEW YORK, NY. 10017

Signature of member or an authorized representative of a member

Signature: DANIEL GOTLIEB

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