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Division of Corporations

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Florida Department of State
Division of Corporations
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**FLORIDA LIMITED LIABILITY CO.
KEYS POINT LAND HOLDING, LLC**

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ARTICLES OF ORGANIZATION
OF
KEYS POINT LAND HOLDING, LLC
A Florida Limited Liability Company

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The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida sets forth the following:

ARTICLE I: NAME

The name of the limited liability company is Keys Point Land Holding, LLC, a Florida limited liability company (the "Company").

ARTICLE II: ADDRESS OF PLACE OF BUSINESS

The principal place of business for the Company will be 1221 Brickell Ave., Suite 1140, Miami, Florida 33131.

ARTICLE III: REGISTERED AGENT

The name of the initial registered agent in Florida for the Company is Neil S. Rollnick, Esq. The address of the initial registered agent is 2525 Ponce de Leon Boulevard, Suite 400, Coral Gables, Florida 33134.

ARTICLE IV: MANAGEMENT

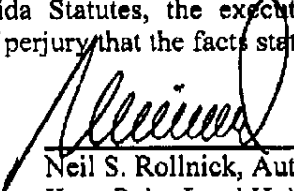
The Company shall be a manager-managed limited liability company and shall be managed in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. The Operating Agreement may contain any provisions for the regulation and management of the business and operations of the Company, not inconsistent with Florida law or these Articles. The initial managers of the Company shall be as set forth in the Operating Agreement.

ARTICLE V: EFFECTIVE DATE

The effective date of these Articles of Organization is December 8, 2010.

These Articles of Organization have been executed on the date set forth under the name of the authorized representative of the managing member of the Company. In accordance with the terms of §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.

Date: December 8, 2010

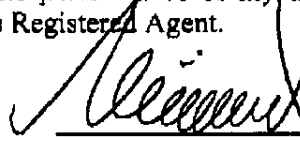


Neil S. Rollnick, Authorized Representative for
Keys Point Land Holding, LLC

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ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of **Keys Point Land Holding, LLC**, as the Registered Agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all applicable Florida laws relating to the proper and complete performance of my duties, and is familiar with and accepts the obligations of the position as Registered Agent.



Neil S. Rollnick, Registered Agent

Date: December 8, 2010

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