

Division of Corporations

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**SECOND AMENDED AND RESTATED
ARTICLES OF ORGANIZATION FOR
169 NE 2nd, LLC**

169 NE 2nd, LLC, a Florida limited liability company (the "Company"), certifies that:

A. The Articles of Organization of the Company were filed by the Florida Department of State on January 11, 2011, and assigned Florida document number L11000003961 (the "Articles of Organization").

B. The Articles of Organization were amended and restated in their entirety and filed by the Florida Department of State on May 23, 2013 (the "Amended and Restated Articles of Organization").

C. Section 2 of the Certificate of Designation of Registered Agent/Registered Office attached to and filed with the Amended and Restated Articles of Organization incorrectly identified New Maxco LLC as the Registered Agent instead of Dennis Max.

D. The Amended and Restated Articles of Organization are hereby amended and restated in their entirety to read as follows:

1. NAME: The name of the Limited Liability Company is: 169 NE 2nd, LLC;
2. MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE: The mailing address for the Company is: 499 Mizner Blvd, TH 23, Boca Raton, Florida 33432.
3. REGISTERED AGENT: The name and address of the registered agent in the State of Florida, whose consent to appointment as Registered Agent accompanies these Second Amended and Restated Articles of Organization, is Dennis Max, 499 Mizner Blvd, TH 23, Boca Raton, Florida 33432.
4. MANAGER. Initially, the Company shall be manager managed and the initial manager shall be New Maxco LLC, a Florida limited liability company; provided, that the Company may determine, from time to time, to become member managed or change the manager from time to time and the Company reserves the right to update such information through its annual report filings, amendments to the Company's operating agreement, or as otherwise provided by applicable law.

These Second Amended and Restated Articles of Organization of 169 NE 2nd, LLC, are hereby duly authorized, executed and are being filed pursuant to and in accordance with the provisions of Section 608.411 of the Florida Statutes on the 12th day of June, 2013.

169 NE 2nd, LLC

By: 
Dennis Max, Authorized Person

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CERTIFICATION OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE LIMITED LIABILITY COMPANY NAMED BELOW, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is: 169 NE 2nd, LLC.
- 2. The name and address of the registered agent and office is: Dennis Max, 499 Mizner Blvd, TH 23, Boca Raton, Florida 33432.

The undersigned registered agent hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the registered agent's duties, and the undersigned is familiar with and accepts the obligations of the position as registered agent as provided for in Chapter 608, F.S.

REGISTERED AGENT:

By: *Dennis Max*
Dennis Max

June 12, 2013

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