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To:

Division of Corporations

Fax Number : (850)617-6383

From:

Rosa Wong, Paralegal Account Name : AKERMAN SENTERFITT (MIAMI)

Account Number : 075471001363 Phone

: (305)374-5600

Fax Number

: (305)374-5095

**Enter the email address for this business entity to be used for Minur annual report mailings. Enter only one email address please.

Email Address: jose.gordo@akerman.com

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FLORIDA LIMITED LIABILITY CO. NEWCO PLACEHOLDER, LLC

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ARTICLES OF ORGANIZATION OF NEWCO PLACEHOLDER, LLC

ARTICLE I: - Name

The name of the Limited Liability Company is NEWCO PLACEHOLDER, LLC.

ARTICLE II: - Address

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

848 Brickell Key Drive #3205 Miami, Florida 33131

ARTICLE III: - Registered Agent, Registered Office, & Registered Agent's Signature The name and the Florida street address of the registered agent are:

Jose Gordo 848 Brickell Key Drive #3205 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 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 as provided for in Chapter 608, F.S.

Jose Gordo, as Legistered Agent

ARTICLE IV: - Management

The Limited Liability Company is to be managed by one Member or more Members and is, therefore, a member - managed company.

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ARTICLE V: - Manager(s) or Managing Member(s)

The name and address of each Managing Member is as follows:

MGRM

Jose Gordo 848 Brickell Key Drive #3205 Miami, Florida 33131

Jose Gorde, a Member

(In accordance with section 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.)

Jose Gordo
Typed or printed name of signee

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