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**FLORIDA LIMITED LIABILITY CO.
WARCHEST DOWNTOWN, LLC**

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EXAMINER

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**ARTICLES OF ORGANIZATION OF
WARCHEST DOWNTOWN, LLC**

ARTICLE I

Name

The name of the Limited Liability Company (the "Company") is:

WARCHEST DOWNTOWN, LLC

ARTICLE II

Address

The principal and mailing address of the Company is:

1900 Sunset Harbour Drive
Suite 300
Miami Beach, Florida 33139

ARTICLE III

Registered Agent and Registered Office

The name and the Florida street address of the registered agent are:

Chapman Ducote
1900 Sunset Harbour Drive
Suite 300
Miami Beach, Florida 33139

ARTICLE IV

Manager/Member

The names and address of the initial members are:

Chapman Ducote
1900 Sunset Harbour Drive
Suite 300
Miami Beach, Florida 33139

Date: April 4, 2011

By 

Chapman Ducote, Authorized Representative

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles, the undersigned 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 relating to the proper and complete

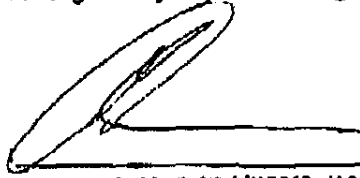
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performance of its duties, and is familiar with and accepts the obligations of the position as registered agent as provided for in Chapter 608, F.S.



Chapman Ducote, Registered Agent

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