

Division of Corporations

**L11000067760**

Florida Department of State  
Division of Corporations  
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**FLORIDA LIMITED LIABILITY CO.  
JEMSPAB, LLC**

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B. BOSTICK

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EXAMINER

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**ARTICLES OF ORGANIZATION  
OF  
JEMSPAB, LLC**

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The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

**ARTICLE I – NAME**

The name of the limited liability company is:

**JEMSPAB, LLC (the "Company").**

**ARTICLE II – ADDRESS**

The principal street and mailing address of the Company shall be: 350 East Las Olas Boulevard, Suite 1150, Fort Lauderdale, Florida 33301.

**ARTICLE III – PURPOSE**

The Company is formed for any purpose or purposes for which a limited liability company may be formed pursuant to the Act.

**ARTICLE IV – DURATION**

The Company shall commence its existence on the date these articles of organization are filed with the Florida Department of State. The Company's existence shall be perpetual unless the company is earlier dissolved.

**ARTICLE V – REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is:

R&A Agents, Inc.  
Attn: Alan J. Perlman  
350 East Las Olas Boulevard, Suite 1150  
Fort Lauderdale, FL 33301

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**ARTICLE VI – MANAGEMENT AND/OR MEMBERS**

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

MGRM Quantum Holdings GP, LLC  
12222 Merit Drive, Suite 100  
Dallas, TX 75251

MGRM LNR Investments LP  
6405 Riverview Lane  
Dallas, TX 75248

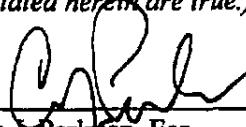
**ARTICLE VII – INDEMNIFICATION**

The Company shall indemnify each Member and Manager of the Company against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been a Member and/or a Manager of the Company to the full extent permitted by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization as of the 9 day of June, 2011.

Authorized Representative of the Member:

*(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)*

By:   
Alan J. Perlman, Esq.  
as Authorized Representative

**ACKNOWLEDGMENT OF APPOINTMENT BY REGISTERED AGENT**

*Having been named the registered agent and to accept service of process for the above stated limited liability company at the place designated in the foregoing Articles of Organization, I hereby accept the same. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and state that I am familiar with and accept the obligations of my position as registered agent.*

R&A AGENTS, Inc.

By:   
Alan J. Perlman, Esq.

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