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Florida Department of State
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FLORIDA LIMITED LIABILITY CO.
ZHL II, LLC

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Page Count	06
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JUL 13 2011

EXAMINER

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ARTICLES OF ORGANIZATION OF

ZHL II, L.L.C.

ARTICLE I
NAME

The name of this Limited Liability Company shall be ZHL II, LLC (the "Company").

ARTICLE II
DURATION

The Company shall exist perpetually unless sooner dissolved in a manner provided by law, or as provided in the regulations adopted by the members (the "Regulations").

ARTICLE III
PURPOSE

The Company is created for the purpose of investing in Real Estate and any other transactions in Real Estate and engaging in any activity or business authorized under the Florida Statutes.

ARTICLE IV PRINCIPAL PLACE
OF BUSINESS

The principal place of business of the Company shall be 7762 S.W. 188th Terrace, Miami, Florida 33157, and such other place or places as the members from time to time may determine. The mailing address of the Company is the same.

ARTICLE V
INITIAL REGISTERED OFFICE AND
REGISTERED AGENT

The initial registered agent of the Company shall be Neil I. Maryanoff. The address of the initial registered agent is 10281 S.W. 72nd Street, Unit B-104, Miami, Florida 33173.

ARTICLE VI
MANAGEMENT

The Company will be managed by a manager or managers who may be, but are not required to be, a member of the Company. The name and address of the managers who will serve as managers are as follows:

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TALLAHASSEE, FLORIDA

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LEONARD PERLMAN
7762 S.W. 188th TERRACE
MIAMI, FLORIDA 33157

and

NEIL I. MARYANOFF
10281 SW 72nd STREET
UNIT B-104
MIAMI, FL 33173

ARTICLE VII
NEW MEMBERS

No additional members shall be admitted to the Company, and no member may transfer his or her interest in the Company, except, in either case as set forth in the Regulations, and if there are no Regulations then in effect, by unanimous consent of all of the members. No transferee shall have the right to participate in the management of the business and affairs of the Company or become a member unless admitted as a member upon such terms and conditions as set forth in the Regulations, and if no regulations are in effect, upon the unanimous consent of all of the members. Contributions of new members shall be determined as of their time of admission to the Company.

ARTICLE VIII
DISSOLUTION AND MEMBERS RIGHTS
TO CONTINUE BUSINESS

The Company shall be terminated and dissolved upon:

- (A) the vote of all members holding an interest in the Company;
- (B) the expiration of the term of the Company; or
- (C) the death, retirement, or resignation of a member, if the remaining members do not vote unanimously to continue the business of the Company.

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ARTICLE IX
NEW MEMBERS

The new member name and address will be:

Jerrold M. Arons

975 Ocean Blvd. # 3

Hampton, New Hampshire, 03842

No additional members shall be admitted to the Company, and no member may transfer his or her interest in the Company, except, in either case as set forth in the Regulations, and if there are no Regulations then in effect, by unanimous consent of all of the members. No transferee shall have the right to participate in the management of the business and affairs of the Company or become a member unless admitted as a member upon such terms and conditions as set forth in the Regulations, and if no regulations are in effect, upon the unanimous consent of all of the members. Contributions of new members shall be determined as of their time of admission to the Company.

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IN WITNESS WHEREOF, the undersigned have caused these Articles of Organization to be executed on the 7th day of July, 2011, effective upon filing same with the Florida Department of State.

Leonard Perlman
LEONARD PERLMAN

Neil I. Maryanoff
NEIL I. MARYANOFF

Jerrold M. Arons
JERROLD M. ARONS

STATE OF FLORIDA)
)SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 7th day of July, 2011, by LEONARD PERLMAN, who did execute the foregoing Articles of Organization as manager, who are personally known to me.

Marilyn Vigil

Signature - NOTARY PUBLIC

Commission expires:

STATE OF FLORIDA)
)SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 7th day of July, 2011, by NEIL I. MARYANOFF, who did execute the foregoing Articles of Organization as manager, who are personally known to me.

Marilyn Vigil

Signature - NOTARY PUBLIC

Commission expires:



MARILYN VIGIL
MY COMMISSION # DD 741079
EXPIRES: January 21, 2012
Bonded thru Budget Notary Services



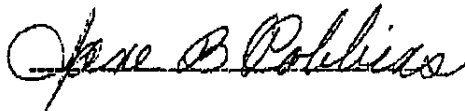
MARILYN VIGIL
MY COMMISSION # DD 741079
EXPIRES: January 21, 2012
Bonded thru Budget Notary Services

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TALLAHASSEE, FLORIDA

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STATE OF NEW HAMPSHIRE }
 } SS:
CITY OF HAMPTON }

The foregoing instrument was acknowledged before me this 5th day of July, 2011, by
JERROLD M. ARONS , who did execute the foregoing Articles of Organization as
member, who is personally known to me.



Signature - NOTARY PUBLIC

Commission expires: 5/16/12

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TALLAHASSEE, FLORIDA

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment of registered agent contained in the foregoing Articles of Organization.



NEIL I. MARYANOFF

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TALLAHASSEE, FLORIDA