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FLORIDA LIMITED LIABILITY CO.  
Secured Debt Investment N Miami, LLC

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B. BOSTICK  
OCT 20 2011  
EXAMINER

H11000251954 3

**ARTICLES OF ORGANIZATION  
OF  
SECURED DEBT INVESTMENT N MIAMI, LLC**

The undersigned, being a duly authorized representative of the members, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I  
NAME**

The name of the limited liability company is **SECURED DEBT INVESTMENTS N MIAMI, LLC** (the "Company").

**ARTICLE II  
ADDRESS**

The principal and mailing address of the Company is:

247 SW 8<sup>th</sup> Street  
Miami, FL 33130

**ARTICLE III  
REGISTERED AGENT AND OFFICE**

The Company designates 11380 Prosperity Farms Road, #221E, Palm Beach Gardens, FL 33410 as the street address of the initial registered office of the Company and names Corporate Creations Network Inc. as the Company's initial registered agent at that address to accept service of process within this state.

**ARTICLE IV  
DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of ownership interest.

**ARTICLE V  
MANAGEMENT**

The Company shall be conducted, carried on, and managed by at least one (1) Manager and is, therefore, a manager-managed Company. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company, if applicable. The Manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified.

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**ARTICLE VI**  
**PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida including activities within the United States and abroad.

**ARTICLE VII**  
**ADDITIONAL MEMBERS**

Additional Members may be admitted upon the written consent of the majority ownership interest, and upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company, if applicable.

**ARTICLE VIII**  
**OPERATING AGREEMENT**

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company, if any.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 19<sup>th</sup> day of October, 2011.



Hugo P. Arza,  
Duly Authorized Representative of the  
Member(s)

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## ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for **SECURED DEBT INVESTMENTS N MIAMI, LLC** to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 19<sup>th</sup> day of October, 2011.

Corporate Creations Network Inc.

By:  **Jim Perkins, Vice President**  
Jim Perkins, Vice President

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