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**EXAMINER**

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

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**FLORIDA LIMITED LIABILITY CO.  
ENGELHART ENTERPRISE, LLC.**

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**ARTICLES OF ORGANIZATION  
OF  
ENGELHART ENTERPRISE, LLC.**

Pursuant to the provisions of Chapter 608 of the Florida Statutes (the "Florida Limited Liability Company Act"), the undersigned representative of the members, for the purposes of forming a Florida limited liability company, hereby adopts the following Articles of Organization:

**ARTICLE 1  
NAME**

The name of the company is ENGELHART ENTERPRISE, LLC. (the "Company").

**ARTICLE 2  
DURATION AND PLACE OF BUSINESS**

The period of duration of the Company is perpetual and its principal place of business is at 90 Alton Road, Suite 612, Miami Beach, FL 33139. The Company may also maintain an office or offices at such other place or places; either within or without the State of Florida as may be determined, from time to time, by the Company's manager.

**ARTICLE 3  
MAILING ADDRESS**

The Corporation's mailing address will be at 2000 Ponce De Leon Blvd., Suite 653, Coral Gables, FL 33134.

**ARTICLE 4  
PURPOSE**

The purposes for which the Company is organized are to engage in any lawful act or activity for which corporations may be organized under the Florida Limited Liability Company Act.

**ARTICLE 5  
REGISTERED OFFICE AND REGISTERED AGENT**

The registered office of the Company shall be located at 2000 Ponce de Leon Blvd., Suite 625, Coral Gables, FL 33134, or at such location as may be determined by the Company's manager, and the corporation's registered agent shall be Julio C. Barbosa, Esq.

**ARTICLE 6  
MANAGEMENT**

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Subject to the provisions of the Florida Limited Liability Company Act, the following provisions are adopted for the management of the business and for the conduct of the affairs of the Company:

6.1. The management of the Company is vested in the Manager, as defined in the Company's Operating Agreement. All determinations and decisions required or permitted to be made by the Manager shall be made by a board of managers consisting of each and all of the Managers (the "Board of Managers").

6.2. Initial Manager. The name of the Company's initial Manager is Marcelo Del Posso, an individual, whose mail address is 2000 Ponce De Leon Blvd., Suite 653, Coral Gables, FL 33134.

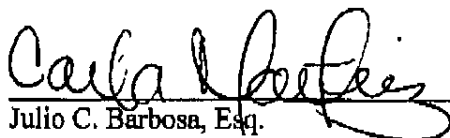
ARTICLE 7  
LIMITATION OF LIABILITY OF MANAGERS AND MANAGING MEMBERS

The liability of the managers and managing members of the Company for monetary damages shall be eliminated to the fullest extent permissible under Section 608.4228 of the Florida Limited Liability Company Act.

ARTICLE 8  
INDEMNIFICATION OF COMPANY'S AGENTS.


Subject to the applicable limits set forth in Section 608.4229(2) of the Florida Limited Liability Company Act, the Company is authorized to provide indemnification of its members, managers, managing members, officers, employees, and agents through operating agreement provisions.

IN WITNESS WHEREOF, the undersigned have hereunto executed these Articles of Organization on this 30<sup>th</sup> day of November 2011.

on behalf of   
Julio C. Barbosa, Esq.  
as Authorized Representative of the Manager

ENGELHART ENTERPRISE, LLC.  
ACCEPTANCE OF THE REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for Engelhart Enterprise, LLC.

on behalf of   
Julio C. Barbosa, Esq.  
Date: 11/30/2011

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