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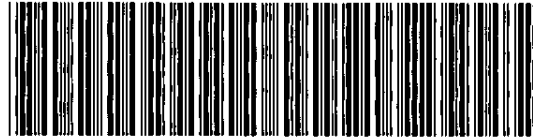
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JAN 27 2012

**EXAMINER**



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CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 075159 7644751

AUTHORIZATION :

COST LIMIT : \$125.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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ORDER DATE : January 27, 2012

ORDER TIME : 11:09 AM

ORDER NO. : 075159-005

CUSTOMER NO: 7644751

DOMESTIC FILING

NAME: AEAEM PINES, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Milnes - EXT. 2920

EXAMINER'S INITIALS: \_\_\_\_\_

ARTICLES OF ORGANIZATION  
OF  
AEAEM PINES, LLC  
A FLORIDA LIMITED LIABILITY COMPANY

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
12 JAN 27 PM 3:29

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I  
Name

The name of the limited liability company (hereinafter referred to as the "Company") is "AEAEM PINES, LLC".

ARTICLE II  
Nature of Business and Address

The Company is organized for the purpose of transacting any or all lawful business.

The mailing and street address of the principal office of the Company is:

1525 North Park Drive  
Suite 101  
Weston, FL 33026

ARTICLE III  
Registered Agent

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

Richard Sarafan, Esquire  
Genovese Joblove & Battista, P.A.  
44<sup>th</sup> Floor  
100 SE 2<sup>nd</sup> Street  
Miami, FL 33131

ARTICLE IV  
Management

Managed by Members. This Company shall be managed by its members.

ARTICLE V  
Admission of Additional Members

New owners who take their interest directly from the Company will be admitted as members. New owners who take their interest by assignment, inheritance, or operation of law will be admitted only with the unanimous consent of all members or as otherwise provided in the Operating Agreement of the Company.

ARTICLE VI  
Membership Certificates

Each member's interest in the Company shall be evidenced by a membership certificate. The amount of capital which the initial member has contributed as the initial capital contribution is \$1,000.00. Additional capital contributions may be received and membership interests issued at such times and in such amounts as may be determined and allowed as provided in the Operating Agreement of the Company.

ARTICLE VII  
Members' Rights to Continue Business

The remaining member or members of the Company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or occurrence of any other event which terminates the continued membership of a member in this Company. The Company shall terminate upon the consent of all members or as otherwise provided in accordance with the terms of the Operating Agreement.

ARTICLE VIII  
Limitation on Agency Authority of Members

Pursuant to section 608.4235 of the Florida Limited Liability Company Act (the "Act") no member of the Company shall be an agent of the Company solely by virtue of being a member.

ARTICLE IX  
Operating Agreement

Any Operating Agreement (as defined in Section 608.402(24) of the Act), relating to this Company must be in writing and signed by all of the members.

ARTICLE X  
Amendment

This Company reserves the right to amend these Articles of Organization in accordance with the Act.

ARTICLE XI  
Existence and Duration of Company

The existence of the Company shall commence on the date these Articles of Organization are signed as set forth below. The duration of the Company shall be perpetual.

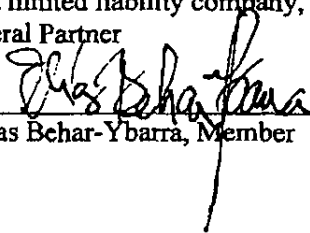
IN WHITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 26 day of January, 2011.

Member:

Behar Holdings, Ltd,  
a Florida limited partnership  
it's Sole Member

By: Behar Holdings, LLC,  
a Florida limited liability company,  
it's General Partner

By: \_\_\_\_\_

  
Elias Behar-Ybarra, Member

Acceptance of Appointment by Registered Agent

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned does hereby accept his appointment as registered agent on which process may be served within the State of Florida for the proposed Florida Limited Liability Company named in the foregoing Articles of Organization.

  
Richard Sarafan