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FLORIDA LIMITED LIABILITY CO.
The Flat, LLC

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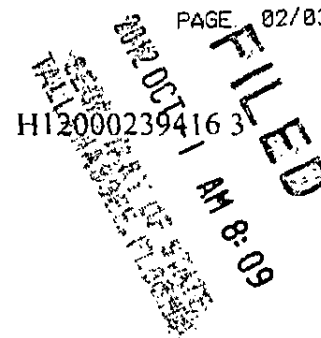
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. BRYAN

OCT - 2 2012
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EXAMINER



**ARTICLES OF ORGANIZATION
OF
THE FLAT, LLC**

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

ARTICLE I -- NAME

The name of the limited liability company shall be **THE FLAT, LLC**, a Florida limited liability company (the "Company").

ARTICLE II -- ADDRESS

(a) The principal address of the Company shall be 500 South Pointe Drive, Suite 180, Miami Beach, Florida 33139.

(b) The mailing address of the Company shall be c/o 1000 Brickell Avenue, Suite 300, Miami, Florida 33131.

ARTICLE III -- 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 as provided in these Articles of Organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is AGI Registered Agents, Inc., 1000 Brickell Avenue, Suite 300, Miami, Florida 33131.

ADAMS GALLINAR, P.A.
1000 BRICKELL AVENUE * SUITE 300 * MIAMI, FLORIDA 33131
TELEPHONE 305.416.8800 * FACSIMILE 305.416.6811

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Page 2 of Articles of Organization of
The Flat, LLC

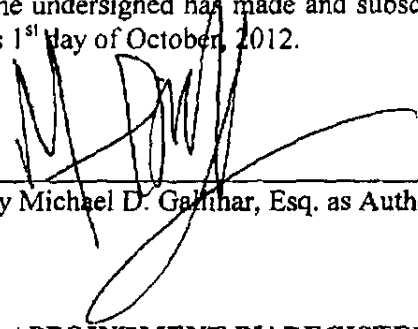
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ARTICLE V -- MANAGEMENT

The Company shall be managed by the following Managing Members:

Cedric Adegnika	500 South Pointe Drive, Suite 180 Miami Beach, Florida 33139
Eric Grolleau	500 South Pointe Drive, Suite 180 Miami Beach, Florida 33139

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization at Miami, Florida, on this 1st day of October, 2012.


by Michael D. Gallinar, Esq. as Authorized Representative

ACKNOWLEDGMENT OF APPOINTMENT BY REGISTERED AGENT

Having been named the registered agent for the above corporation at the place designated in the foregoing Articles of Organization, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

AGI Registered Agents, Inc.


Michael D. Gallinar, President

FILED
2012 OCT - 1 AM 8:09
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA