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FLORIDA LIMITED LIABILITY CO.  
8028 EAST 46, LLC

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EXAMINER

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**ARTICLES of ORGANIZATION**  
of  
**8028 EAST 46, LLC,**  
A Florida Limited Liability Company

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

**ARTICLE I -- NAME**

The name of the limited liability company shall be **8028 East 46, LLC**, a Florida Limited Liability Company (hereinafter referred as the "Company").

**ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the company is 19355 Turnberry Way 19B, Miami, Florida 33180.

**ARTICLE III -- DURATION**

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual, unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

**ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the state of Florida is Walter R. Quesenberry, 19355 Turnberry Way 19B, Miami, Florida 33180.

**ARTICLE V -- CAPITAL CONTRIBUTIONS**

The members of the company shall contribute to the capital of the company the cash or property set forth as follows:

<b>WALTER R. QUESENBERRY, as Trustee</b>	<b>\$1,000.00</b>
<b>of THE QUESENBERRY</b>	
<b>FAMILY TRUST U/A/D April 3, 2012</b>	

**ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

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#### ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except upon the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her or its interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her or its interest approve of the proposed transfer by written consent.

#### ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS


The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of all the remaining members.

#### ARTICLE IX -- MANAGEMENT

The company shall be managed by managers in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is WALTER R. QUESENBERRY, as Trustee of THE QUESENBERRY FAMILY TRUST, under agreement dated April 3, 2012, 19355 Turnberry Way 19B, Miami, Florida 33180.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Miami, Florida, on the 29 day of October, 2012.

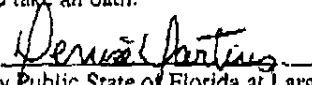
By:

  
WALTER R. QUESENBERRY,  
as Trustee of THE QUESENBERRY  
FAMILY TRUST, under agreement  
dated April 3, 2012.  
19355 Turnberry Way 19B  
Miami, Florida 33180

Sworn to and subscribed before me this 29 day of October, 2012, by WALTER R. QUESENBERRY, as Trustee of THE QUESENBERRY FAMILY TRUST, under agreement dated April 3, 2012, who is personally known to me or who has produced \_\_\_\_\_ as identification, and who did take an oath.

My Commission Expires:

04/17/16

  
Notary Public State of Florida at Large  
Name:



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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.415 or 608.507, 8028 East 46, LLC, a Florida Limited Liability Company, submits the following statement to designate a registered office and registered agent in the state of Florida:

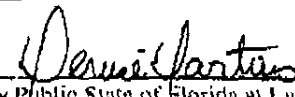
1. The name of the limited liability company is 8028 East 46, LLC.
2. The name and street address of the registered agent in Florida are:

WALTER R. QUESENBERRY  
19355 Turnberry Way 19B  
Miami, Florida 33180

The undersigned, being the person named in the articles of organization of 8028 East 46, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent as provided for in Chapter 608, Florida Statutes.

  
WALTER R. QUESENBERRY  
Registered Agent

Sworn to and subscribed before me this 29 day of October, 2012, by WALTER R. QUESENBERRY, who is personally known to me or who has produced \_\_\_\_\_ as identification and did take an oath.

  
Notary Public State of Florida at Large  
Name:

My Commission Expires:  
(Seal) 4/17/16

