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Division of Corporations

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FLORIDA LIMITED LIABILITY CO.  
Newgard/Tilia Downtown Miami, LLC

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EXAMINER

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**ARTICLES OF ORGANIZATION  
OF  
NEWGARD/TILIA DOWNTOWN MIAMI, LLC**

**ARTICLE I - Name**

The name of the limited liability company is **NEWGARD/TILIA DOWNTOWN MIAMI, LLC** (the "Company").

**ARTICLE II - Address**

The mailing address and street address of the principal office of the Company is 1200 Brickell Avenue, Suite 1500, Miami, FL 33131.

**ARTICLE III - Management**


The Company shall be managed by its managers, as set forth in the Company's Operating Agreement, and is therefore a manager-managed company.

**ARTICLE IV - Registered Agent and Office**

The street address of the Company's initial registered agent and office is 515 East Park Avenue, Tallahassee, Florida 32301, and the name of its initial registered agent at such office is NRAI Services, Inc.

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Dated this 14<sup>th</sup> day of November, 2012.

  
Lourdes C. Cambo  
Authorized Representative

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**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named as Registered Agent and to accept service of process for **NEWGARD/TILIA DOWNTOWN MIAMI, LLC**, at the place designated in these Articles of Organization, hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Florida Statutes Chapter 608.

Dated this 14<sup>th</sup> day of November, 2012.

NRAI Services, Inc.

Katie Wonsch

By: Katie Wonsch

Title: Assistant Secretary

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