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Michael M. Wilson  
Attorney at Law

Carrie M. Leontitis  
Attorney at Law

David E. Olmsted  
Attorney at Law - Of Counsel  
Board Certified Real Estate Lawyer

January 10, 2013

**via UPS NEXT DAY AIR**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Organization of SOPHIA GRUNEIRO, LLC

Dear Sir or Ma'am:

Enclosed please find the original Articles of Organization for the above-referenced limited liability company along with our check in the amount of \$125.00 for the filing fee.

Please return the confirmation of filing to the undersigned in the envelope enclosed for your convenience.

Thank you for your assistance and if you have any questions or comments, please give me or my assistant, Laura Long, a call.

Sincerely,

OLMSTED & WILSON, P.A.

By: Michael M. Wilson  
Michael M. Wilson

MMW/ll

Encl.

cc: Client

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF**

**SOPHIA GRUNEIRO, LLC**

**ARTICLE I**  
**NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of this limited liability company shall be SOPHIA GRUNEIRO, LLC and the mailing address and street address of its principal office shall be 18308 Murdock Circle, Suite 109, Port Charlotte, FL 33952, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE II**  
**PURPOSES AND POWERS**

This limited liability company is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida and shall have all of the powers authorized by the State of Florida for limited liability companies but shall remain subject to statutes and regulations of the laws of the State of Florida for regulating and controlling business.

**ARTICLE III**  
**MANAGEMENT AND MEMBERS**

A. Manager. The limited liability company is to be managed by a manager and the name and address of such manager who is to serve is:

<u>NAME</u>	<u>ADDRESS</u>
ALEJANDRO J. GRUNEIRO	18308 Murdock Circle Suite 109 Port Charlotte, FL 33952

B. Members. The initial member of the LLC will be:

<u>NAME</u>	<u>ADDRESS</u>
ALEJANDRO J. GRUNEIRO	18308 Murdock Circle Suite 109 Port Charlotte, FL 33952

Instruments and documents for the acquisition, mortgage, deposition, conveyance, lease, sale or transfer of the personal property or real property of this limited liability company may be executed on its behalf by its Manager.

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**ARTICLE IV**  
**MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on the unanimous consent of the remaining members.

**ARTICLE V**  
**DURATION**

This limited liability company shall exist perpetually or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members and shall commence its existence upon filing of these Articles.

**ARTICLE VI**  
**AMENDMENT**

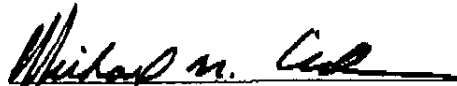
These Articles may be amended by a vote of a majority in interest of the members.

**ARTICLE VII**  
**INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of this limited liability company is 17801 Murdock Circle, Suite A, Port Charlotte, FL 33948 and the name of the company's initial registered agent for service of process at that address is Michael M. Wilson, Esq.

The undersigned, being the authorized representative of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of SOPHIA GRUNEIRO, LLC.

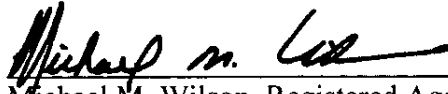
Executed by the undersigned in Charlotte County, Florida on January 10, 2013.

  
\_\_\_\_\_  
Michael M. Wilson, Authorized Agent

(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. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

**ACCEPTANCE OF REGISTERED AGENT**

Having been named as Registered Agent and to accept service of process for the above-stated limited liability company at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent, as provided for in Chapter 608, Florida Statutes.

  
\_\_\_\_\_  
Michael M. Wilson, Registered Agent

Dated – January 10, 2013