

# L13000011131

Florida Department of State  
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**To:**

Division of Corporations  
Fax Number : (850)617-6383

Effective Date 1-22-13

**From:**

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (561)694-8107  
Fax Number : (561)694-1639

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

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**FLORIDA LIMITED LIABILITY CO.  
Hemingway Manager LLC**

Certificate of Status	1
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J. SAULSBERRY  
EXAMINER

JAN 23 2013

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Hemingway Manager LLC

### Article II. Address

The street and mailing address of the Company's initial principal office is:  
Hemingway Manager LLC  
2875 S Ocean Blvd Ste 200  
Palm Beach FL 33480

### Article III. Registered Agent

The name and street address of the Company's registered agent is:  
Corporate Creations Network Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410 UNITED STATES

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### Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Corporate Creations International Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410  
(561) 694-8107

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.


Article VI. Management

This will be a member-managed company.

Article VII. Company Existence

The Company's existence shall begin effective as of January 22, 2013.

The undersigned authorized representative of a member executed these Articles of Organization on January 22, 2013.

  
CORPORATE CREATIONS INTERNATIONAL INC.  
Jim "JP" Perkins Executive Vice President  
by Valerie Hawk-Donohue as atty-in-fact

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## STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Hemingway Manager LLC

REGISTERED AGENT/OFFICE:

Corporate Creations Network Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



CORPORATE CREATIONS NETWORK INC.  
Valerie Hawk-Donohue, Special Secretary

Date: January 22, 2013

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