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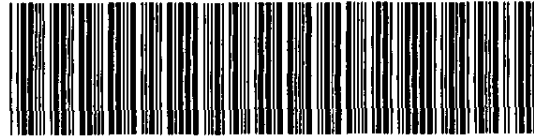
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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January 14, 2013

Secretary of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: BROOKLINE, LLC

Dear Sirs:

Enclosed please find the original and one copy of the Articles of Organization for the above-referenced limited liability company, along with a check for \$125.00 to cover the filing fee and registered agent fee. Please file the original and return a stamped copy to me at your earliest convenience.

Sincerely,
ALLEY, MAASS, ROGERS
& LINDSAY, P.A.

BY: 
LOUIS L. HAMBY III

LLH III/cr
Enc.

FILED
2013 JAN 23 PM 4:00
TALLAHASSEE, FLORIDA
CLERK OF SUPERIOR COURT

**ARTICLES OF ORGANIZATION
FOR
BROOKLINE, LLC**

The undersigned being an authorized representative of a member of the limited liability company referred to herein, executes and files these Articles of Organization and states as follows:

ARTICLE I - NAME

The name of the limited liability company is BROOKLINE, LLC.

ARTICLE II - PRINCIPAL OFFICE

The street address and mailing address of the principal office of the limited liability company is 2920 Mary's Way, West Palm Beach, FL 33410.

ARTICLE III - INITIAL REGISTERED AGENT

The name of the initial registered agent of the limited liability company is Louis L. Hamby III and his street address is 340 Royal Poinciana Plaza Suite 321, Palm Beach, FL 33480.

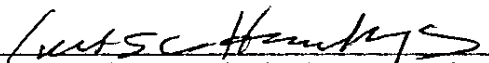
ARTICLE IV - MANAGER

The limited liability company shall be a manager managed limited liability company and the sole initial manager is Richard C. Elliott.

ARTICLE V - EFFECTIVE DATE/COMMENCEMENT OF EXISTENCE

These Articles shall be effective and the limited liability company shall commence its existence as of the date of execution of these Articles.

WHEREFORE, in compliance with Florida Statutes Section 608.407(3), the undersigned executes these Articles of Organization this 14th day of January, 2013.


Louis L. Hamby III, authorized representative

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2013 JAN 23 PM 2:20
CLERK OF DISTRICT COURT
PALM BEACH, FLORIDA

CERTIFICATE
OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is BROOKLINE, LLC.
2. The name and address of the registered agent and office is:

Louis L. Hamby III
340 Royal Poinciana Plaza, Suite 321
Palm Beach, FL 33480

Having been named as registered agent 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.


Louis L. Hamby III

Date: January 14, 2013

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2013 JAN 23 PM 2:22
NOTARY PUBLIC
PALM BEACH COUNTY
FLORIDA