

#

03/28/2013 09:29 FAX
Division of Corporations

Carlton Fields

0001/01/04

Page 1 of 1

L13000046362Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H13000070501 3)))



H130000705013ABCR

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

From: Account Name : CARLTON FIELDS
Account Number : 076077000355
Phone : (813) 223-7000
Fax Number : (813) 229-4133

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

Email Address: Rmacaulay@Carltonfields.com

FLORIDA LIMITED LIABILITY CO.
N3G PROPERTIES LLC

| | |
|-----------------------|----------|
| Certificate of Status | 1 |
| Certified Copy | 1 |
| Page Count | 03 |
| Estimated Charge | \$160.00 |

RECEIVED
13 MAR 28 PM 12:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. SALY
EXAMINER
MAR 29 2013

Electronic Filing Menu

Corporate Filing Menu

Help

FILED

13 MAR 28 AM 8:59

CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
N3G PROPERTIES LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, pursuant to Chapter 608 of the Florida Statutes, hereby makes, acknowledges and files the following Articles of Organization (the "Articles").

ARTICLE I. NAME

The name of the limited liability company is N3G Properties LLC (the "Company").

ARTICLE II. MAILING AND STREET ADDRESS

The mailing address and street address of the principal office of the Company shall be 8297 Champions Gate Boulevard, Suite 503, Champions Gate, Florida 33896.

ARTICLE III. REGISTERED AGENT AND OFFICE

The name of the initial registered agent and the street address of the registered office of the Company in the State of Florida is CFRA, LLC, a Florida limited liability company, 100 S. Ashley Drive, Suite 400, Tampa, Florida 33602.

ARTICLE IV. MANAGEMENT

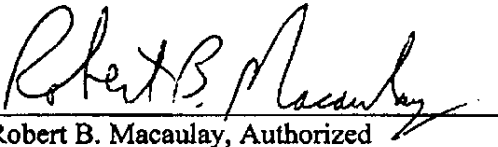
The Company shall be a manager-managed limited liability company and shall be managed in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. The initial Manager of the Company shall be Guilherme L. Barreto, 18297 Champions Gate Boulevard, Suite 503, Champions Gate, Florida 33896.

ARTICLE IV. AUTHORIZED REPRESENTATIVE

The name and address of the authorized representative of the organizing member of the Company executing these articles of organization are:

| <u>Name</u> | <u>Address</u> |
|--------------------|--|
| Robert B. Macaulay | 100 SE Second Street Suite 4200 Miami, Florida 33131 |

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Organization on this 27th day of March, 2013.


Robert B. Macaulay, Authorized
Representative

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Company, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in that capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this 27th day of March, 2013.

Registered Agent:

**CFRA, LLC, a Florida limited liability
company**

By: Robert B. Macaulay
Robert B. Macaulay, Authorized Agent