

Division of Corporations

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**FLORIDA LIMITED LIABILITY CO.
CGI 1100 Asset Management GP, LLC**

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ARTICLES OF ORGANIZATION
OF CGI 1100 ASSET MANAGEMENT GP, LLC
(a Florida Limited Liability Company)

The undersigned authorized representative of the member of CGI 1100 Asset Management GP, LLC, a Florida limited liability company (the "Company"), pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby submits the following Articles of Organization:

ARTICLE I - NAME

The name of this Limited Liability Company shall be CGI 1100 Asset Management GP, LLC (the "Company").

ARTICLE II - DURATION

The period of the Company's duration shall commence on the date of filing of these Articles of Organization and shall exist perpetually, unless terminated in accordance with the Company's operation agreement.

ARTICLE III - PURPOSE

The purpose of which the Company is being formed is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - ADDRESS

The mailing address and street address of the principal office of the Company is 1395 Brickell Avenue, Suite 800, Miami, Florida 33131.

ARTICLE V - REGISTERED AGENT

The Florida street address of the registered office of this Company shall be: 1395 Brickell Avenue, Suite 800, Miami, Florida 33131, and the name of the registered agent of the Company at that address shall be Raoul Thomas.

ARTICLE VI - MANAGER-MANAGED COMPANY

The business of the Company shall be conducted, carried on, and managed by one or more managers. Therefore, the Company is a manager-managed company. The initial manager of the Company shall be CGI Merchant Group, LLC, a Delaware limited liability company. Additional managers shall be appointed by the members of the Company in the manner set forth in the Operating Agreement of the Company, as may be amended from time to time.

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IN WITNESS WHEREOF, the undersigned representative of the member has signed these Articles of Organization on May13, 2013.



Print Name: Raoul Thomas

Title: Authorized Representative

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Registered Agent Acceptance

I hereby accept the appointment as registered agent of CGI 1100 Asset Management GP, LLC and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative 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, F.S.



Raoul Thomas, Registered Agent

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