

# 08/09/2013 16:41 FAX Carlton Fields  
Division of Corporations  
# L13000127892 01/0003  
Page 1 of 1

Florida 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.**

((H13000200454 3)))



H130002004543ABCT

**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

FILED  
13 SEP 10 AM 8:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

Email Address: Rmacanlay@CarltonFields.com

RECEIVED  
13 SEP 10 AM 6:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA LIMITED LIABILITY CO.  
GROUND FLOOR PLAYA HOLDINGS LLC**

Certificate of Status	1
Certified Copy	1
Page Count	02
Estimated Charge	\$160.00

Electronic Filing Menu

Corporate Filing Menu

Help

K. SALY  
EXAMINER  
SEP 11 2013

FILED  
13 SEP 10 AM 8:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
GROUND FLOOR PLAYA HOLDINGS 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 Ground Floor Playa Holdings LLC (the "Company").

**ARTICLE II. MAILING AND STREET ADDRESS**

The mailing address and street address of the principal office of the Company shall be 135 San Lorenzo Avenue, Suite 670, Coral Gables, Florida 33146.

**ARTICLE III. REGISTERED AGENT AND OFFICE**

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

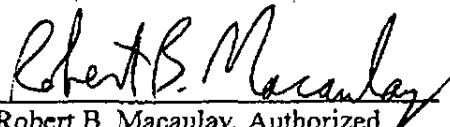
**ARTICLE IV. DURATION**

The Company shall commence its existence on the date that the Articles are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in the Operating Agreement.

**ARTICLE V. MANAGEMENT**

The Company 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 Maria Eduarda Brennand Campos, having a mailing address of 135 San Lorenzo Avenue, Suite 670, Coral Gables, Florida 33146.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Organization on this 9<sup>th</sup> day of September, 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 9<sup>th</sup> day of September, 2013.

CFRA, LLC, a Florida Limited Liability Company

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