

#L/14000001371

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Carlton Fields

00001/005  
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Email Address: LORENZO.VALLONE@CASA.AG

FLORIDA LIMITED LIABILITY CO.  
FAJARDO VALLONE LLC

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carlton fields  
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January 3, 2014

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

CARLTON FIELDS

SUBJECT: FAJARDO VALLONE LLC  
REF: W14000000369

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Effective January 1, 2014, all limited liability company forms must be submitted in accordance with the Revised Limited Liability Company Act, Chapter 605, Florida Statutes. The proper form is enclosed for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Karen A Saly  
Regulatory Specialist II

FAX Aud. #: H14000000810  
Letter Number: 114A00000135

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**ARTICLES OF ORGANIZATION  
OF  
FAJARDO VALLONE LLC**

The undersigned, for the purpose of forming a limited liability company under Chapter 605 of the Florida Statutes (the "Act"), hereby makes, acknowledges and files the following Articles of Organization (the "Articles").

**ARTICLE I. NAME**

The name of the limited liability company is Fajardo Vallone 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 600, Coral Gables, Florida 33146.

**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. 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 manager-managed limited liability company and shall be managed in accordance with the Act and an Operating Agreement, if any, adopted by the members for the management of the business and affairs of the Company. The initial Manager of the Company shall be Douglas Fajardo, 135 San Lorenzo Avenue, Suite 600, Coral Gables, Florida 33146.

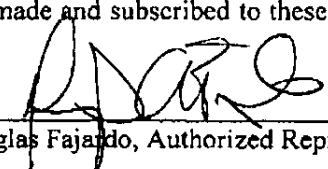
**ARTICLE VI. INDEMNIFICATION**

To the fullest extent permitted by law, the Company shall indemnify any person who was or is a party to any proceeding by reason of the fact that he/she is or was a manager or a managing member of the Company or is or was serving at the request of the Company as a manager, managing member, officer, employee or agent of the Company or of another limited liability company, corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such

proceeding, including the appeal thereof, if he/she acted in good faith and in a manner he/she reasonably believed to be in, or not opposed to, the best interests of the Company and, with respect to any criminal action or proceeding, had a reasonable cause to believe his/her conduct was lawful or had no reasonable cause to believe such conduct was unlawful. The Company shall reimburse each person for all costs and expenses, including attorneys' fees, reasonably incurred by him/her in connection with any such liability in the manner provided for by law or in accordance with the regulations of the Company.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he/she may be lawfully entitled, nor shall anything therein contain or restrict the right of the Company to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Organization on this 1<sup>st</sup> day of January, 2014.

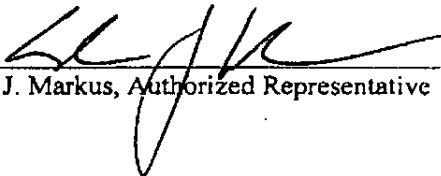
  
\_\_\_\_\_  
Douglas Fajardo, Authorized Representative

**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 1<sup>st</sup> day of January, 2014

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

By:   
Andrew J. Markus, Authorized Representative