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SACHER, MARTINI & SACHER, P.A.

ATTORNETCHS, ATTEAM

2655 LeJeune Road, Suite HW, Coral Gables, Florida 33134 Telephone: 305/448-3900 • Facsimile: 305/446-9206

Charles P. Sacher Gregory T. Martani Charles S. Sacher

January 20, 2014

Melissa R. Smith Natalic Escudero

Via Certified Mail, Return Receipt Requested Article # 7010 1870 0003 2770 4746

Registration Section Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

Re:

MBNSH Holdings LLC

Our File No. 5747

Dear Sir/Madam:

On behalf of the above-referenced limited liability company, I enclose herewith an original and one (1) copy of the fully executed and notarized Articles of Organization, together with our firm check in the amount of \$155.00.

Please have this original copy of the Articles of Organization filed among the corporate records of the State of Florida *effective January 20, 2014*, so long as the Articles of Organization are filed within five (5) business days of this date. Please return a certified copy to the undersigned.

The check enclosed herein is in payment of the following fees or charges:

Filing Fee \$100.00
Certified Copy Fee 30.00
Registered Agent Fee 25.00
TOTAL \$155.00

Thank you for your attention to this matter.

Sincerely,

Charles S. Sacher

CSS:mrs

Enclosures

c: Mr. and Mrs. Michael Herrmann (via email only)

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ARTICLES OF ORGANIZATION OF MBNSH HOLDINGS LLC

The undersigned, desiring to form a limited liability company under and pursuant to §605.0201, Florida Statutes, does hereby certify as follows:

FIRST: The name of said limited liability company shall be MBNSH Holdings LLC.

SECOND: MBNSH Holdings LLC shall exist in perpetuity.

THIRD: Copies of the Operating Agreement of MBNSH Holdings LLC may be obtained from the Manager at 7335 SW 170 Terrace, Palmetto Bay, Florida 33157, which is the place in the State of Florida where the principal office of the limited liability company is located. The mailing address of MBNSH Holdings LLC shall be 7335 SW 170 Terrace, Palmetto Bay, Florida 33157.

FOURTH: The purposes for which MBNSH Holdings LLC is formed are:

A. To trade, buy, lease, improve, develop and sell real estate, personal property, to invest in stocks, bonds and any and all other securities, and to participate in buying, selling and trading of the same; to invest in various business ventures and the purchasing and holding of the equity interests therein; and to loan, borrow or raise monies for any of the purposes of the limited liability company

B. To engage in such other lawful acts or activities for which limited liability companies may be formed under §605.0108, Florida Statutes.

FIFTH: The maximum number of ownership units which MBNSH Holdings LLC is authorized to have outstanding is one thousand (1000), all of which shall be identical units, and each of which shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one (1) is the numerator and the total units outstanding is the denominator.

SIXTH: MBNSH Holdings LLC desiring to organize under the laws of the State of Florida as a limited liability company has designated its initial registered office at 2655 LeJeune Road, Suite 1101, Miami-Dade County, Coral Gables, Florida, 33134 and has named Charles S. Sacher as its initial Registered Agent who is located at such address.

SEVENTH: The name and street address of the subscriber to these Articles of Organization of MBNSH Holdings LLC is as follows:

Name Address

Charles S. Sacher 2655 LeJeune Rd., Suite 1101

Coral Gables, FL 33134

EIGHTH: The business of this limited liability company shall be conducted by its

Managers who shall be elected by the Members and who shall be elected in

accordance with the Operating Agreement.

The name and street address of each initial Manager, who shall hold office for the first year of its existence or until his or her successor is elected and

qualified is as follows:

<u>Name</u> <u>Address</u>

Michael Herrmann 7335 SW 170 Terrace

Palmetto Bay, FL 33157

Belinda Herrmann 7335 SW 170 Terrace

Palmetto Bay, FL 33157

NINTH: In accordance with the provisions of §605.0207, Florida Statutes, the

effective date of existence is specified to be January 20, 2014, so long as these Articles of Organization are filed with the Secretary of State within five

(5) business days of this date.

WITNESS my hand and seal this 20 day of January, 2014.

(SEAL)

Charles S. Sacher, Subscriber

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

) SS:

BEFORE ME, the undersigned authority, personally appeared Charles S. Sacher, to me well known to be the person described in and who executed and subscribed to the foregoing Articles of Organization, and he acknowledged before me that he executed and subscribed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Coral Gables, in said County and State, this 20 day of January, 2014.

Notary Public, State of Florida at Large

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to as registered agent and to accept service of process for MBNSH Holdings LLC at the place designated in Section SIXTH of the Articles of Organization to which this Acknowledgment is attached, I hereby acknowledge that I am familiar with and accept the obligations of that position as provided for in Chapter 605, Florida Statutes.

(SEAL)

Charles S. Sacher, Registered Agent

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