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JOHN T. PRAHL

Attorney at Law

Telephone:

(305)234-3680 (305)234-3605 12376 SW 82nd Avenue Pinecrest, FL 33156

Facsimile: E-Mail:

john@JohnTPrahl.com

April 24, 2014

Department of State Division of Corporations Corporate Filing PO Box 6327 Tallahassee, FL 32314

Re: Filing Articles of Organization for Grand Bay 11 TW, LLC

Ladies and Gentlemen:

Enclosed please find Articles of Organization for Grand Bay 11 TW, LLC, together with a check in the amount of \$160.00. Please file and return a certified copy of same along with a Certificate of Good Standing.

Sincerely yours,

John T. Prahl

JTP/hp

Enclosure

ARTICLES OF ORGANIZATION FOR GRAND BAY 11 TW, LLC

ARTICLE I NAME

The name of this limited liability company shall be Grand Bay 11 TW, L

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AHASSEE NORMA

ARTICLE II DURATION

The limited liability company shall have perpetual existence.

ARTICLE III PURPOSE AND POWERS

Except as restricted by these Articles of Organization, this limited liability company is organized for each and every legal and lawful purpose for which a limited liability company may be organized pursuant to the Florida Limited Liability Company Act.

Except as restricted by these Articles of Organization, this limited liability company shall have and may exercise all powers and rights, which a limited liability company may exercise under Florida law, or the laws of the United States of America.

ARTICLE IV PRINCIPAL OFFICE

The mailing address and the street address of this limited liability company shall be:

431 N. Mashta Drive Key Biscayne, FL 33149

ARTICLE V INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent for this limited liability company and the street address of the initial registered agent are:

John T. Prahl 12376 SW 82nd Avenue Pinecrest, FL 33156

ARTICLE VI ADDITIONAL MEMBERS

This limited liability company may admit additional members subject to approval by unanimous vote of the existing members.

ARTICLE VII MANAGER

This limited liability company shall be managed by one or more Managers. The name and address of the initial Manager is as follows:

Martin B. Ferrari 431 N. Mashta Drive Key Biscayne, FL 33149

The initial Manager shall serve until the first annual meeting of members, or until his successor is elected and qualified, or until death or resignation.

ARTICLE VIII OPERATING AGREEMENT

The Operating Agreement of this limited liability company may only be adopted, amended, altered or repealed by the unanimous vote of the members.

ARTICLE IX MEMBERS' RIGHT TO CONTINUE BUSINESS

The members remaining after the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or any other event which terminates the membership of a member, have the right to continue the business of this limited liability company subject to approval by unanimous vote of the remaining members; provided that at least one member remains.

ARTICLE X AMENDMENT

This limited liability company reserves the right to amend, alter or repeal any provision contained in these Articles of Organization in accordance with the Florida Limited Liability Company Act and the Operating Agreement.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

The name of the limited liability company is Grand Bay 11 TW, LLC.

The name and address of the registered agent and office is:

John T. Prahl 12376 SW 82nd Avenue Pinecrest, FL 33156

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 4/24/14

John T Prahl

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