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FLORIDA LIMITED LIABILITY CO. 61 Middle Road LLC

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M. MILLIGAN EXAMINER

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MAY 14 2014

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May 13, 2014

FLORIDA DEPARTMENT OF STATE
Division of Corporations

C T CORPORATION SYSTEM

SUBJECT: 61 MIDDLE ROAD LLC

REF: W14000029965

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.

Most financial institutions require the name(s) and address(es) of persons authorized to manage the limited liability company be listed on our records in order for the business entity to open a bank account. Youmay wish to revise your document to include the name, address, and titleof such persons. Such titles may include: Manager (MGR), Authorized Member (AMBR), Authorized Person (AP), or Authorized Representative (AR).

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.

Jenna D Harris Regulatory Specialist II FAX Aud. #: H14000112808 Letter Number: 614A00010161

PE-SUBMIT

Places relative original filing

data of submission __suz_

P.O BOX 6327 - Tallahassee, Florida 32314



ARTICLES OF ORGANIZATION OF 61 MIDDLE ROAD LLC

The undersigned, an authorized natural person, for the purpose of forming a limited liability company, under the provisions and subject to the requirements of the State of Florida (particularly Chapter 605 Florida Statutes and the acts amendatory thereof and supplemental thereto, and known, identified and referred to as the "Florida Limited Liability Company Act"), hereby forms a limited liability company and certifies that:

Article I. Name: The name of the limited liability company is 61 Middle Road LLC.

Article II. Address of Principal Office: The street and mailing address of the principal office of the limited liability company is c/o Adair & Associates, P.A., 1280 SW 36th Avenue, Suite 200, Pompano Beach, Florida 33069-4838.

Article III. Name & Address of Agent for Service of Process: The name of the initial registered agent for service of process in the state for the limited liability company is Gregory E. Young and the street address of the initial registered agent for service of process in the state for the limited liability company is c/o Squire Sanders (US) LLP, Suite 1900 West, 777 South Flagler Drive, West Palm Beach, Florida 33401.

Article IV. Term of Existence: This limited liability company is to exist perpetually.

Article V. Liability: The Members and Managers of this limited liability company shall not, absent the existence of fraud or willful misconduct, be liable to this limited liability company or to any other Member or Manager thereof for any liability, loss, damage, cost or expense which may arise out of or in connection with any act or conduct on the part of such Members or Managers including, but not limited to, the failure to obtain and/or maintain any insurance policy or the insufficiency of any coverage thereunder, or the failure to insure against any particular risk, any unforeseen losses caused by strikes, labor troubles, riots, fires, power outages, tornadoes, floods, acts of a public enemy, insurrections, acts of God, breakdown or failure of plant or machinery, the failure to perform its obligations hereunder due to restrictions or prohibitions imposed by law, rule, regulation or demand of any governmental agency, or from any other cause beyond the control of such Members or Managers.

Article VI. Indemnity: This limited liability company shall defend, indemnify and hold harmless all Members, Managers, and former Members and Managers thereof against expenses (including attorneys' fees, judgments, fines, and amounts paid in settlement) incurred in connection with any claims, causes of action, demands, damages, liabilities of this limited liability company, and any pending or threatened action, suit, or proceeding. Such indemnification shall be made to the fullest extent permitted by the laws of the State of Florida, provided that such acts or omissions which gave rise to the cause of action or proceedings occurred while the Member or Manager was in performance of his or her duties for this limited liability company and was not as result of his or her fraud, gross negligence, willful misconduct or a wrongful taking. The indemnification provided herein shall inure to the benefit of successors, assigns, heirs, executors, and the administrators of any such person.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization of 61 Middle Road LLC this 22 day of May, 2014.

egory E. Young, Authorized Representative

of a Member

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF, AS APPLICABLE, SECTION 605
FLORIDA STATUTES, THE ABOVE SIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED
OFFICE IN THE STATE OF FLORIDA:

- 1. The name of the limited liability company is 61 Middle Road LLC.
- 2. The name and address of the registered agent and office are:

Gregory E. Young c/o Squire Sanders (US) LLP Suite 1900 West 777 South Flagler Drive West Palm Beach, Florida 33401

Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated in this Certificate of Designation, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent.

Gregory E. Young

Date: May 22, 2014

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