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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Division of Corporations
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From:

Account Name : HAILE, SHAW & PFAFFENBERGER, P.A.
Account Number : 076326003550
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FLORIDA LIMITED LIABILITY CO.

Flagler Oceanfront Holdings, LLC

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A. BRUL

**ARTICLES OF ORGANIZATION
OF
FLAGLER OCEANFRONT HOLDINGS, LLC**

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

ARTICLE I

NAME

The name of the limited liability company shall be FLAGLER OCEANFRONT HOLDINGS, LLC (the "Company").

ARTICLE II

ADDRESS

The mailing address and street address of the principal office of the Company is 525 South Flagler Drive, West Palm Beach, Florida 33401.

ARTICLE III

REGISTERED AGENT

The name of the registered agent of the Company in the State of Florida is HAILE SHAW & PFAFFENBERGER, P.A. with an address at 660 U.S. Highway One – Third Floor, North Palm Beach, Florida 33408.

IN WITNESS WHEREOF, the undersigned authorized representative of a Member of the Company has made, subscribed and affirmed these Articles of Organization under the penalties of perjury at North Palm Beach, Florida, as of this 2nd day of June, 2014.

HAILE SHAW & PFAFFENBERGER, P.A.
Authorized Representative

By: Oren S. Tasini
OREN S. TASINI

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CLERK OF DISTRICT COURT
JUDICIAL CIRCUIT IN AND FOR
THE NINTH JUDICIAL CIRCUIT
PALM BEACH COUNTY, FLORIDA

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE**

Pursuant to the provisions of Section 605.0113 of the Florida Statutes, the undersigned submits the following statement to accept the designation of registered office and agent in the State of Florida set forth in Article III of the foregoing Articles of Organization.

1. The name of the limited liability company is FLAGLER OCEANFRONT HOLDINGS, LLC.

2. The name of the registered agent in the State of Florida is HAILE SHAW & PFAFFENBERGER, P.A.

3. The address of the registered agent in the State of Florida is 660 U.S. Highway One - Third Floor, North Palm Beach, Florida 33408.

THE UNDERSIGNED HEREBY accepts its appointment as Registered Agent of the aforesaid Limited Liability Company. We are familiar with, and accept the obligations of, Section 605.0113 of the Florida Statutes.

HAILE SHAW & PFAFFENBERGER, P.A.

BY: Oren S. Tasini
OREN S. TASINI

Date: June 2, 2014.

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