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**FLORIDA LIMITED LIABILITY CO.
Florida Luxury Villas II, LLC**

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2014 NOV 17 AM 8:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION
OF
FLORIDA LUXURY VILLAS II, LLC

The undersigned authorized representative does hereby subscribe to, acknowledge, and file the following Articles of Organization for the purpose of creating a limited liability company (the "Limited Liability Company") under the laws of the State of Florida.

ARTICLE IName

The name of the Limited Liability Company shall be FLORIDA LUXURY VILLAS II, LLC.

ARTICLE IITerm of Existence

The Limited Liability Company shall begin existence on the date of filing of these Articles of Organization with the Florida Secretary of State, and shall have perpetual existence thereafter.

ARTICLE IIIPrincipal Office and Mailing Address
of the Limited Liability Company

The mailing address and street address of the principal office of the Limited Liability Company shall be 36181 East Lake Road, #308, Palm Harbor, Florida 34685, with the privilege of having its offices (and branch offices) at other places within or without the State of Florida.

ARTICLE IVInitial Registered Agent and Office

The initial registered office of the Limited Liability Company is 36181 East Lake Road, #308, Palm Harbor, Florida 34685. The initial registered agent at that address is DEBORAH J. POWELL.

ARTICLE VManagement

The Limited Liability Company shall be managed by one (1) or more managers and is, therefore, a manager-managed company.

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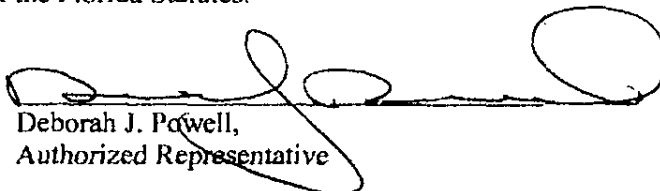
ARTICLE VIManagers

The name and address of each Manager of the Limited Liability Company are:

W. David Powell
36181 East Lake Road, #308
Palm Harbor, Florida 34685

Deborah J. Powell
36181 East Lake Road, #308
Palm Harbor, Florida 34685

IN WITNESS WHEREOF, the undersigned authorized representative has executed the foregoing Articles of Organization on the 12 day of November, 2014, and in accordance with Section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155 of the Florida Statutes.



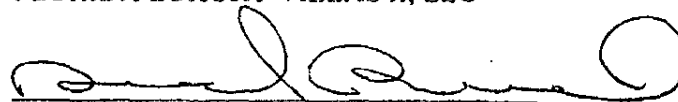
Deborah J. Powell,
Authorized Representative

CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of Section 605.0113 of the Florida Statutes, the undersigned Limited Liability Company submits the following statement to designate a registered agent and registered office in the State of Florida.

1. The name of the Limited Liability Company is: FLORIDA LUXURY VILLAS II, LLC.
2. The name and street address of the registered agent and office is DEBORAH J. POWELL, 36181 East Lake Road, #308, Palm Harbor, FL 34685.

FLORIDA LUXURY VILLAS II, LLC

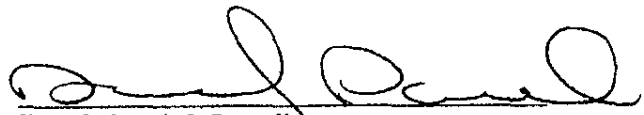


By: Deborah J. Powell,
Authorized Representative

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The undersigned, having been named as registered agent for the above-named Limited Liability Company to accept service of process for the above-stated Limited Liability Company at the place designated in this certificate, hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with, and accepts the obligations of its position as registered agent for FLORIDA LUXURY VILLAS II, LLC as provided for in Chapter 605 of the Florida Statutes.

Dated this 12 day of November, 2014.


By: Deborah J. Powell
"Registered Agent"

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TALLAHASSEE, FLORIDA