

**Electronic Articles of Organization
For
Florida Limited Liability Company**

**L14000179355
FILED 8:00 AM
November 19, 2014
Sec. Of State
tburch**

Article I

The name of the Limited Liability Company is:
RIIVERGATE, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
2801 SW 31ST AVE
SUITE 2B
COCONUT GROVE, FL. 33133

The mailing address of the Limited Liability Company is:
2801 SW 31ST AVE
SUITE 2B
COCONUT GROVE, FL. 33133

Article III

The name and Florida street address of the registered agent is:
FRANK SIMONE, P.A.
701 BRICKELL AVE
SUITE 1550
MIAMI, FL. 33131

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, 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.

Registered Agent Signature: FRANK SIMONE

Article IV

The name and address of person(s) authorized to manage LLC:

Title: MGR
QUAIL PARTNERS, LLC
2801 SW 31ST AVE, SUITE 2B
COCONUT GROVE, FL. 33131

Title: MGR
KW RIVERGATE HOLDINGS, LLC
8200 NW 33RD STREET, SUITE 300
MIAMI, FL. 33122

Title: MGR
JAY MASSIRMAN
2801 SW 31ST AVE, SUITE 2B
MIAMI, FL. 33133 FL

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Article V

The effective date for this Limited Liability Company shall be:

11/15/2014

Signature of member or an authorized representative

Electronic Signature: CAROLINA BATTAFARANO

I am the member or authorized representative submitting these Articles of Organization and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of the LLC and every year thereafter to maintain "active" status.