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Email Address: jstrickroot@fowler-white.com

**FLORIDA LIMITED LIABILITY CO.
AMERICAN MLP CAPITAL INTERESTS LLC**

Certificate of Status	0
Certified Copy	1
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ARTICLES OF ORGANIZATION
OF
AMERICAN MLP CAPITAL INTERESTS LLC

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ARTICLE I

The name of the limited liability company formed hereby is AMERICAN MLP CAPITAL INTERESTS LLC (the "Limited Liability Company").

ARTICLE II

The duration of the Limited Liability Company shall be perpetual.

ARTICLE III

The principal office and mailing address of the Limited Liability Company shall be as follows:

Biltmore Hotel Executive Office Center
1200 Anastasia Avenue, Suite 210
Coral Gables, Florida 33134

ARTICLE IV

The Registered Agent of the Limited Liability Company and his street address in the State of Florida are as follows:

John C. Strickroot, Esq.
1395 Brickell Avenue, 14th Floor
Miami, Florida 33131

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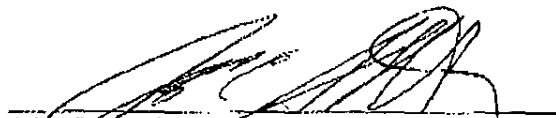
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ARTICLE V

The Limited Liability Company shall be manager-managed. The name and address of the initial Manager is as follows:

Amerinvex LLC
Biltmore Hotel Executive Office Center
1200 Anastasia Avenue, Suite 210
Coral Gables, Florida 33134


John C. Strickroot,
as Authorized Representative of the Members


STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

BEFORE ME personally appeared John C. Strickroot, as Authorized Representative of the Members, ☒ who is personally known to me, or ☐ who produced _____ as identification, to be the person who executed the foregoing Articles of Organization.

IN WITNESS WHEREOF I have hereunto set my hand and official seal this 29 day of January 2015.



JUDITH D. RODMAN
MY COMMISSION # FF 048128
EXPIRES: October 18, 2017
Bonded thru Budget Notary Services


Notary Public
Print Name: JUDITH D. RODMAN
My Commission expires: 10/18/2017

Audit No. H15000026349 3

Audit No. 115000026349 3

CERTIFICATE OF DESIGNATION OF RESIDENT AGENT
AND ACCEPTANCE OF DESIGNATION

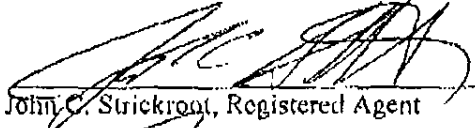
Pursuant to the provisions of Section 605.0113, Florida Statutes, the undersigned limited liability company organized under the laws of the state of Florida, submits the following statement in designating its Registered Office and Registered Agent in the State of Florida:

1. The name of the limited liability company is AMERICAN MLP CAPITAL INTERESTS LLC.

2. The name and address of the Registered Agent and Office is:

John C. Strickroot, Esq.
1395 Brickell Avenue, 14th Floor
Miami, Florida 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 as provided for in Chapter 605, F.S.


John C. Strickroot, Registered Agent

Date:  29, 2015

AMERICAN MLP CAPITAL INTERESTS LLC

By: 

John C. Strickroot,
as Authorized Representative
of the Members

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