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Division of Corporations

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Email Address: bill.mccauley@avmltd.com

FLORIDA LIMITED LIABILITY CO.  
MG Downtown Holdings, LLC

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION  
OF  
MG DOWNTOWN HOLDINGS, LLC**

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the laws of the State of Florida.

**ARTICLE I**

The name of this limited liability company shall be MG DOWNTOWN HOLDINGS, LLC.

**ARTICLE II**

The mailing address and street address of the principal office of the limited liability company shall be 777 Yamato Road, Suite 300, Boca Raton, FL 33431, with the privilege of having its offices and branch offices at other places within or without the State of Florida.

**ARTICLE III**

The initial registered office of this limited liability company is 777 Yamato Road, Suite 300, Boca Raton, FL 33431. The initial registered agent at that address is William P. McCauley.

**ARTICLE IV**

This limited liability company shall commence its existence as of the execution hereof on March 6, 2015, and shall exist perpetually thereafter unless sooner dissolved.

**ARTICLE V**

This limited liability company shall be a manager-managed company. The initial manager of the limited liability company is William P. McCauley.

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization as of the 6 day of MARCH, 2015.



William P. McCauley, Authorized Representative

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 605.0113, Florida Statutes, the limited liability company referenced below submits the following statement in designating the registered office/registered agent, in the State of Florida.


FIRST -- The name of the limited liability company is MG DOWNTOWN HOLDINGS, LLC.

SECOND -- The name and address of the registered agent and office is:

William P. McCauley  
777 Yamato Road, Suite 300  
Boca Raton, FL 33431

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.

Dated as of the 6 day of MARCH, 2015.

  
\_\_\_\_\_  
William P. McCauley

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