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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR 11 2015
T. BROWN

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 534191 81793A

AUTHORIZATION : 
COST LIMIT : \$125.00

ORDER DATE : March 9, 2015

ORDER TIME : 10:48 AM

ORDER NO. : 534191-005

CUSTOMER NO: 81793A

DOMESTIC FILING

NAME: NORTH COMPASS HOLDINGS, LLC

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Courtney Williams - EXT. 62935

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION

FOR

NORTH COMPASS HOLDINGS, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned person, acting as the organizer/authorized representative of a limited liability company under the Florida Revised Limited Liability Company Act (Florida Statutes Chapter 605), hereby adopts the following Articles of Organization:

1. **Name.** The name of this limited liability company is "NORTH COMPASS HOLDINGS, LLC" ("Company").

2. **Duration.** The Company's period of duration shall be perpetual from the date of the filing of these Articles of Organization with the Florida Secretary of State, unless sooner dissolved by the members or as provided by statute.

3. **Purpose.** The Company is organized to conduct all lawful purposes allowed under the Florida Revised Limited Liability Company Act.

4. **Principal Place of Business.** The street address of its initial principal place of business is:

c/o RICHARD J. ALAN CAHAN, ESQ,
121 ALHAMBRA PLAZA, 10TH FLOOR
CORAL GABLES, FL 33134

5. **Mailing Address.** The Company's initial mailing address is:

c/o Richard J. Alan Cahan, Esq.
121 Alhambra Plaza
10th Floor
Coral Gables, Florida 33134

6. **Registered Agent and Office.** The name and address of its registered agent, whose "Consent to Appointment as Registered Agent" is included with these Articles, is:

RICHARD J. ALAN CAHAN, ESQ.
C/O Becker & Poliakoff, P.A.
121 Alhambra Plaza, 10th Floor
Coral Gables, Florida 33134

The address of its registered office is:

RICHARD J. ALAN CAHAN, ESQ.
C/O Becker & Poliakoff, P.A.
121 Alhambra Plaza, 10th Floor
Coral Gables, Florida 33134

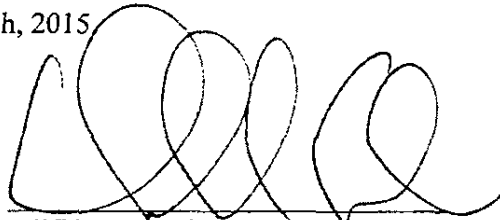
7. **Capitalization.** The capital contribution of its single member has a value of \$1,000.00.
8. **Additional Capital Contributions of Members.** Additional capital contributions may be contributed only upon the unanimous vote of the members, and no additional capital contribution will ever be required at the request of non-member third parties.
9. **Admission of Additional Members.** Additional members may be admitted only upon such terms as are unanimously agreed to by all members pursuant to the applicable provisions in the Operating Agreement.
10. **Continuity.** The members have the right to continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or occurrence of any other event which terminates the continued membership of a member in the Company. Continuation may occur only pursuant to the terms of the Operating Agreement and with the unanimous vote of the members.
11. **Management.** The business of the Company shall be managed by one or more managers and is, therefore, a manager-managed company. The name and mailing address of the initial Manager of the Company is:

BRIAN MORRIS
IMF Limited
Charter Place
23/27 Seaton Place
St Helier
Jersey, JE1 1JY

JACQUELINE MOORE
J Design Limited
Architectural & Design Consultants
Forest Hill
Mont des Vignes
Beaumont
St Peter

MICHAEL SMITH
J Design Limited
Architectural & Design Consultants
Studio House
La Route de St Aubin
St Helier
Jersey, Channel Islands JE2 3SF

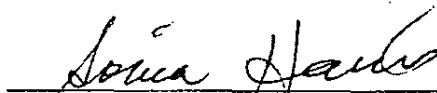
Dated this ____ day of March, 2015.



RICHARD J. ALAN CAHAN
as an Authorized Representative
of the single member

State of Florida)
) ss
County of Miami-Dade)

The foregoing Articles of Organization were acknowledged before me this 5th day of March, 2015, by **RICHARD J. ALAN CAHAN**, as an Authorized Representative of the single member, who has produced his passport for identification.



SONIA HARRIS, Notary Public

My Commission expires: _____



Consent to Appointment as Registered Agent

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles, 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.


RICHARD J. ALAN CAHAN
as Registered Agent

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TALLAHASSEE, FLORIDA

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