

## Florida Department of State

Division of Corporations

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TALLAHASSEE, FLORIDA

FLORIDA LIMITED LIABILITY CO.

ESPIA #3, L.L.C.

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**ARTICLES OF ORGANIZATION  
OF  
ESPIA #3, LLC.  
a Florida limited liability company**

The undersigned, being a duly authorized members, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 605, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I  
NAME**

The name of the limited liability company is

Espia #3, LLC.  
("The Company")

**ARTICLE II  
ADDRESS**

The principal office and mailing address of the Company is as follows: 550 Bargoello Avenue, Coral Gables, Florida 33146.

**ARTICLE III  
REGISTERED AGENT AND OFFICE**

The Company designates 550 Bargoello Avenue, Coral Gables, Florida 33146 as the street address of the initial registered office of the Company and names Alberto Espino, as the Company's initial registered agent at that address to accept service of process within this state.

**ARTICLE IV  
MANAGEMENT**

The Company shall be conducted, carried on, and managed by at least one (1) Manager. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company. The Managers, who shall serve in such capacity until his successor is duly elected and qualified, shall be:

Alberto Espino/ Manager  
Alicia Espino/ Manager

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**ARTICLE V**  
**DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of ownership interest.

**ARTICLE VI**  
**PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under laws of the United States and the State of Florida.

**ARTICLE VII**  
**ADDITIONAL MANAGERS**

Additional Managers may be admitted upon the approval of a majority of the ownership interest of the Company, upon the written application of such new Manager, in the manner set forth in the Operating Agreement of the Company.

**ARTICLE VIII**  
**OPERATING AGREEMENT**

The power to adopts, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Managers of the Company in the manner set forth in the Operating Agreement of the Company.

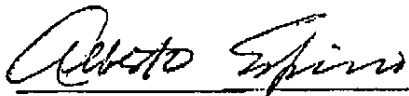
The company will indemnify an individual made party to a proceeding because he is or was a manager, officer, or organizer, employee or agent of the Company against liability incurred in the proceeding if:

1. They conducted themselves in good faith;
2. They reasonably believed that their conduct were in or least not opposed to the Company's interest; and
3. In case of any criminal proceeding, they had no reasonable to believe their conduct were unlawful.

The indemnification and advance of expenses authorized in these articles will not be exclusive to any other rights to which any manager, officer, organizer, employee or agent may be entitled under any bylaw, agreement, or vote of members, disinterested managers or otherwise.

In addition to the foregoing, the Company will indemnify and save the organizers harmless for all acts taken by them as organizers of the Company, and will pay all costs and expenses incurred by or imposed on them as a result of the same, including compensation based on the usual charges for expenditures required of them in pursuit of the defense against account enforcing the indemnification right under these articles, and the Company releases them from all liability for any such act as organizers not involving willful or grossly negligent misconduct.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 20 day of July, 2015



Alberto Espino  
Subscriber

### ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for ESPIA #3, LLC. to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 20 day of July, 2015.

ESPIA #3, LLC.,  
a Florida limited liability company

By: Alberto Espino  
Alberto Espino, as Registered Agent

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