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**FLORIDA LIMITED LIABILITY CO.
SMITHRIDGE GP INVEST, LLC**

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**ARTICLES OF ORGANIZATION OF
Smithridge GP Invest, LLC**

The undersigned hereby subscribes these Articles of Organization for the purposes of organizing a limited liability company under the laws of the State of Florida.

**I.
NAME**

The name of the Limited Liability Company is Smithridge GP Invest, LLC
(the "Company")

**II.
PRINCIPAL OFFICE**

The mailing and street address of this Company's principal office shall be 2950 SW 27 Avenue, Suite 100, Miami, FL 33133.

**III.
REGISTERED AGENT AND REGISTERED OFFICE**

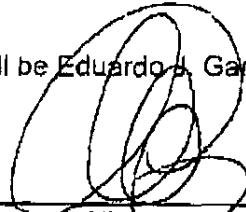
The registered agent of this Company shall be Alfredo D. Xiques whose business address is 2950 S.W. 27 Avenue, Suite 100, Miami, Florida 33133, which shall be the registered office of this limited liability company.

**IV.
MANAGEMENT BY MANAGER**

This Company shall be manager-managed company.

**V.
DIRECTORS**

The initial manager of the Company shall be Eduardo J. Garcia.


Alfredo D. Xiques, Organizer

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STATEMENT OF ACCEPTANCE
OF
REGISTERED AGENT OF
SMITHRIDGE GP INVEST, LLC

In accordance with the Florida Limited Liability Company Act, sections 605.0203 and 605.0203, the undersigned hereby accepts the appointment as registered agent of the above captioned limited liability company. The registered agent further acknowledges that 2950 S.W. 27 Avenue, Suite 100, Miami, Florida 33133 is the business office address of the registered agent, which will be the registered office of the limited liability company for the service of process.

Date: August 25, 2015


Alfredo D. Xiques

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