

09/10/2015 THU 18:00 FAX

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Division of Corporations

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Florida Department of State  
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Email Address: jkenney@jcpalaw.com

**FLORIDA LIMITED LIABILITY CO.  
TTHXIV 710 AP, LLC**

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TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION

OF

TTHXIV 710 AP, LLC

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby files the following Articles of Organization, for the purpose of forming a limited liability company under the laws of the State of Florida.

ARTICLE I  
NAME

The name of the limited liability company shall be:

TTHXIV 710 AP, LLC

ARTICLE II  
EXISTENCE AND DURATION

The existence of the limited liability company shall commence immediately upon the filing of these Articles of Organization and shall be perpetual.

ARTICLE III  
PURPOSE

This limited liability company is organized for the purpose of engaging in any and all businesses and activities permitted by the laws of the State of Florida, which business activities may include owning, holding, improving, using, dealing in, managing, selling, mortgaging, pledging, leasing, exchanging, transferring and disposing of property, both real and personal and wherever situated, and shall have all powers necessary or convenient to effect any or all of the purposes for which the company is organized.

ARTICLE IV  
PRINCIPAL OFFICE

The mailing address and the street address of the principal office of this limited liability company shall be 1111 Brickell Avenue, Suite 1300, Miami, Florida 33131.

ARTICLE V  
INITIAL REGISTERED AGENT

The initial registered agent and street address of the initial registered agent of the limited liability company shall be:

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Judith Kenney, Attorney  
Judith Kenney & Associates, P.A.  
2001 Biscayne Boulevard, Suite 2620  
Miami, Florida 33137

**ARTICLE VI  
MANAGEMENT**

This company will be managed initially by four Managers, each of whom may act alone. The initial Managers are:

Luis Percovich  
1111 Brickell Avenue  
Suite 1300  
Miami, Florida 33131

Ivan X. Gallegos  
1111 Brickell Avenue  
Suite 1300  
Miami, Florida 33131

Marcela Sevilla-Sacasa  
1111 Brickell Avenue  
Suite 1300  
Miami, Florida 33131

Alejandro Torres  
1111 Brickell Avenue  
Suite 1300  
Miami, Florida 33131

**ARTICLE VII  
RESTRICTIONS ON MEMBERSHIP AND  
RIGHT TO CONTINUE AFTER WITHDRAWAL OF A MEMBER**

The Managers shall have the right to admit new members. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with the written consent of the Managers.

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall continue the business.

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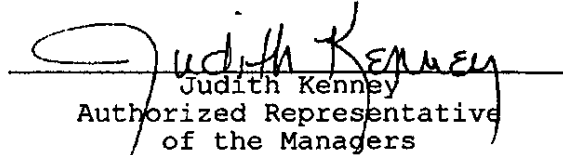
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**ARTICLE VIII  
INDEMNIFICATION**

This company shall indemnify, and shall advance expenses on behalf of, its managers and officers to the fullest extent not prohibited by any law in existence either now or hereafter.

The undersigned, being the authorized representative of the Managers of the limited liability company, hereby certifies that the foregoing constitutes the Articles of Organization of TTHXIV 710 AP, LLC.

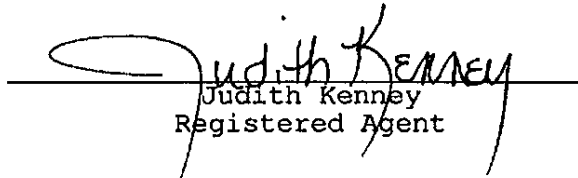
Executed by the undersigned at Miami, Florida this 10<sup>th</sup> day of September, 2015.

  
Judith Kenney  
Authorized Representative  
of the Managers

**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the registered agent of TTHXIV 710 AP, LLC, the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by the Florida Statutes upon registered agents.

Dated this 10<sup>th</sup> day of September, 2015.

  
Judith Kenney  
Registered Agent

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