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FLORIDA LIMITED LIABILITY CO.
Pros Miami North, LLC

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**ARTICLES OF ORGANIZATION
OF
PROS MIAMI NORTH, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 605, as amended, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company is PROS Miami North, LLC (the "Company").

ARTICLE II - ADDRESS

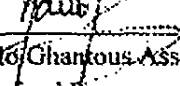
The mailing address and street address of the principal office of the Company is 14620 Sailfish Dr., Coral Gables, FL 33158.

ARTICLE III - REGISTERED OFFICE AND AGENT AND ADDRESS

The name and street address of the registered agent and the registered office of the Company in the State of Florida are:

<u>Name</u>	<u>Address</u>
Mario Ghantous Assaad	14620 Sailfish Dr. Coral Gables, FL 33158

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization for the foregoing uses and purposes this 25 day of November, 2015.

By: 
Name: Mario Ghantous Assaad
Title: Authorized Person

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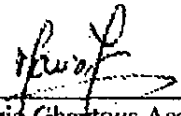
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENTS ACCEPTANCE

Having been named as registered agent and to accept service of process for PROS Miami North, LLC at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 605, Florida Statutes.

Dated: November 25, 2015

By: 
Name: Mario Ghanous Assaad
Title: Registered Agent