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Email Address: Josh@JoshBennett.com

FLORIDA LIMITED LIABILITY CO.  
HILLCREST PROPERTY ACQUISITION LLC

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OCT 14 2016

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**ARTICLES OF ORGANIZATION  
OF  
HILLCREST PROPERTY ACQUISITION LLC**

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

**ARTICLE I. NAME**

The name of the limited liability company is Hillcrest Property Acquisition LLC (the "Company").

**ARTICLE II. ADDRESS**

The principal and mailing address office of the Company is 176 N.E. 43<sup>rd</sup> Street, Miami, Florida 33137.

**ARTICLE III. REGISTERED AGENT AND OFFICE**

The Company designates 440 N. Andrews Avenue, Ft. Lauderdale, Florida 33301 as the street address of the initial registered office of the Company and names Josh N. Bennett as the Company's initial registered agent at that address to accept service of process within this state.

**ARTICLE IV. 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 in accordance with the Company's Operating Agreement or pursuant to the Act, as amended from time to time.

**ARTICLE V. MANAGEMENT**

The Company shall be conducted, carried on, and managed by at least one (1) Manager and is, therefore, a manager-managed Company.

**ARTICLE VI. MANAGER / AUTHORIZED MEMBER**

The name and address of the initial person authorized to manage and control the Company are:

**Title:**

Manager

**Name and Address:**

Nadim Ashi  
176 N.E. 43<sup>rd</sup> Street  
Miami, Florida 33137

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**ARTICLE VII. PURPOSE**

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

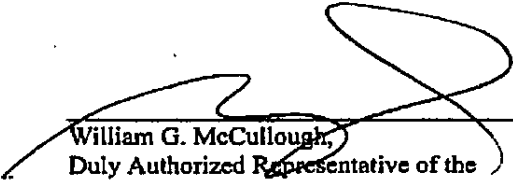
**ARTICLE VIII. ADDITIONAL MEMBERS**

Additional Members may be admitted upon the written consent of the majority ownership interest, and upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company, if applicable.

**ARTICLE IX. OPERATING AGREEMENT**

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company, if any.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 12th of October, 2016.



William G. McCullough,  
Duly Authorized Representative of the  
Member(s)

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**ACCEPTANCE OF REGISTERED AGENT**

The undersigned agrees to act as registered agent for Hillcrest Property Acquisition LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 605, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 12th day of October, 2016.

  
\_\_\_\_\_  
Josh N. Bennett

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HILLCREST PROPERTY ACQUISITION LLC  
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