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Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA LIMITED LIABILITY CO.
MSGOLD HOLDINGS ORLANDO LLC

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**ARTICLES OF ORGANIZATION
OF
MSGOLD HOLDINGS ORLANDO LLC**

The undersigned hereby submit these Articles of Organization (these "*Articles of Organization*") for purposes of forming MSGOLD HOLDINGS ORLANDO LLC, a Florida limited liability company, under the Florida Revised Limited Liability Company Act, Chapter 605, *Florida Statutes*.

ARTICLE I - NAME:

The name of the limited liability company formed pursuant to the filing of these Articles of Organization is MSGOLD HOLDINGS ORLANDO LLC, a Florida limited liability company (the "*Company*").

ARTICLE II - ADDRESS:

The mailing address of the Company is and the street address of the principal office of the Company is 1500 S. Ocean Blvd., Suite 501, Boca Raton, Florida 33432.

ARTICLE III - INITIAL REGISTERED AGENT AND OFFICE:

The initial registered agent for the Company shall be Mark S. Goldstein and the street address of the Company's registered agent is 1500 S. Ocean Blvd., Suite 501, Boca Raton, Florida 33432.

ARTICLE IV - ADOPTION OF OPERATING AGREEMENT:

The Company shall be governed by a written operating agreement adopted by its member(s) (as amended from time to time in accordance with its terms, the "*Operating Agreement*"), which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 605, *Florida Statutes*. Additional persons shall not be admitted to the Company as members except in compliance with the procedures set forth in the Operating Agreement.

ARTICLE V - DURATION:

The period of duration for the Company shall be perpetual unless dissolved in accordance with the terms of the Operating Agreement.

ARTICLE VI - MANAGEMENT:

The Company shall be member managed.

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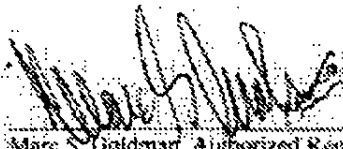
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The undersigned hereby submits these Articles of Organization for purposes of forming MSGOLD HOLDINGS ORLANDO LLC, a Florida limited liability company, under the Florida Revised Limited Liability Company Act, Chapter 605, *Florida Statutes*.

DATED as of the 13th day of February, 2017.


Marc S. Goldman, Authorized Representative

Statement by Authorized Representative. In accordance with section 605.0203(1)(b), *Florida Statutes*, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in section §17.155, *Florida Statutes*.

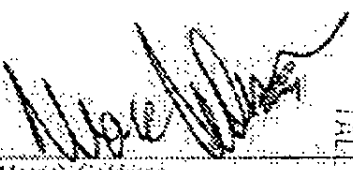
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 605.0113, *Florida Statutes*, MSGOLD HOLDINGS ORLANDO LLC, a Florida limited liability company, submits the following statement in designating the registered office/registered agent in the State of Florida:

1. The name of the limited liability company is MSGOLD HOLDINGS ORLANDO LLC.
2. The name of the registered agent is Marc S. Goldman.
3. The street address of registered agent is 1500 S. Ocean Blvd., Suite 501, Boca Raton, Florida 33432.

Having been named as registered agent and to accept service of process for the above-named limited liability company as 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 the position as registered agent.

DATED as of the 13th day of February, 2017.


Marc S. Goldman

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