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| PICK-UP | MAIT WAIT | MAIL |
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| Certified Copies | Certificates | of Status |
| Special Instructions to F | Filing Officer: | |
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CORPORATION SERVICE COMPANY 1201 Hays Street Tallhassee, FL 32301 Phone: 850-558-1500 ACCOUNT NO. : I2000000195 REFERENCE: 031778 AUTHORIZATION : COST LIMIT : \$ 125.00 ORDER DATE: January 18, 2018 ORDER TIME : 9:0 AM ORDER NO. : 031778-005 CUSTOMER NO: 8008013 DOMESTIC FILING NAME: CGI FUND 55MM LLC EFFECTIVE DATE: _ ARTICLES OF INCORPORATION _ CERTIFICATE OF LIMITED PARTNERSHIP XX ARTICLES OF ORGANIZATION

CERTIFIED COPY

XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Roxanne Turner - EXT.

EXAMINER'S INITIALS:

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

COVER LETTER

| TO: | New Filing Section Division of Corporations | | | |
|-----------------|---|-------------------|--|---|
| CUDIE | CGI Fund II 55MM LLC | | | |
| SUBJEC | Name (| of Limited Liabi | lity Company | - |
| The encl | osed Articles of Organization and fee | (s) are submitte | d for filing. | |
| Please re | turn all correspondence concerning the | his matter to the | following: | |
| | Benina Lopez | | | |
| | | Name o | f Person | · - |
| | CGI Merchant Group LLC | | | |
| | | Firm/Co | ompany | |
| | 801 Brickell Avenue Suite 700 | | | |
| | | Add | ress | |
| | Miami, Florida 33131 | | | |
| | blopez@cgimg.com | City/State a | nd Zip Code | |
| | E-mail address: (to be | used for future | annual report notification) | |
| For further | r information concerning this matter, | please call: | | |
| | Benina Lopez | 786 at (| 732-3162 | |
| | Name of Person | ·—— | Daytime Telephone Number | - |
| Enclosed | is a check for the following amount: | | | |
| S 125.00 | Filing Fee S130.00 Filing Fee Certificate of State | ıs ——Certif | ned Copy Certificational copy is enclosed) Certified (| Filing Fee, e of Status & Copy copy is enclosed) |
| | Mailing Address New Filing Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 | | Street Address New Filing Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301 | |

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

| ARTICLE I - Name: The name of the Limited Liabilit | y Company is: | | | |
|---|---|--|--|---|
| CGI Fund II 55MM | LLC | | | |
| (Must conta | in the words "Limited | Liability Con | ipany, "L.L.C.," or "LLC.") | |
| ARTICLE II - Address: The mailing address and street ad | dress of the principal o | ffice of the L | imited Liability Company is: | |
| Princip: | ol Office Address: | | Mailing Ad | dress: |
| 801 Brickell Avenue Miami, Florida 3313 | | | 801 Brickell Avenue, Suit Miami, Florida 33131 | te 700 |
| ARTICLE III - Registered Age (The Limited Liability Company another business entity with an a The name and the Florida street a | cannot serve as its own ctive Florida registratio | Registered A | | individual or |
| | Corporation Service | e Company | | |
| | | Name | · · · · · · · · · · · · · · · · · · · | |
| | 1201 Hays Street | | | |
| | Florida street addres. | s (P.O. Box <u>1</u> | IOT acceptable) | |
| | Tallahassee | FL | 32301 | |
| | City | State | Zip | |
| Having been named as registered a place designated in this certificate, further agree to comply with the pro um familiar with and accept the obt | I hereby accept the apportisions of all statutes re ligations of my position of Corporation Servi | ointment as re clating to the as registered ce Compan | gisiered agent and agree to ac proper and complete performa agent as provided for in Chapt | ct in this capacity. I nce of my duties, and I |
| | | (CONTIN | JED) | |

ARTICLE IVThe name and address of each person authorized to manage and control the Limited Liability Company:

| Title: | Name and Address: | |
|--|--|--------------------|
| "AMBR" = Authorized Member "MGR" = Manager | | |
| MGR = Manager MGR | Raoul Thomas | |
| more | 801 Brickell Avenue Suite 700 | |
| | Miami, Florida 33131 | |
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| (Use attachment if necessary) | | |
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