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FLORIDA LIMITED LIABILITY CO.  
APC CULMER DEVELOPMENT, LLC

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**ARTICLES OF ORGANIZATION  
OF  
APC CULMER DEVELOPMENT, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Revised 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 APC Culmer Development, LLC (the "Company").

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Company is 161 NW 6<sup>th</sup> Street, Suite 1020, Miami, FL 33136.

**ARTICLE III - DURATION**

The period of duration for the Company shall be perpetual.

**ARTICLE IV - REGISTERED OFFICE AND AGENT AND ADDRESS**

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

<u>Name</u>	<u>Address</u>
Brian J. McDonough	150 West Flagler St. Museum Tower, Suite 2200 Miami, Florida 33130

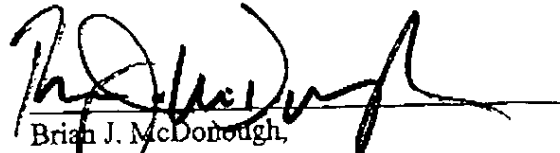
**ARTICLE V - MANAGEMENT**

The Company shall be manager-managed. The name and address of the initial manager of the Company is:

Howard D. Cohen  
1025 Kane Concourse, Suite 215  
Bay Harbor Islands, FL 33154

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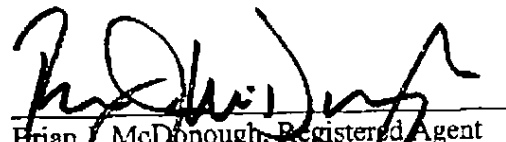
IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of  
Organization on the 11<sup>th</sup> day of December 2018

  
Brian J. McDonough,  
Authorized Representative

### REGISTERED AGENT'S ACCEPTANCE

Having been named as registered agent and to accept service of process for APC Culmer Development, 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: December 11, 2018

  
Brian J. McDonough, Registered Agent

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