

4/15/2019

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**FLORIDA LIMITED LIABILITY CO.
MOMENTS LIGHTHOUSE POINT INVESTORS, LLC**

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**ARTICLES OF ORGANIZATION
OF
MOMENTS LIGHTHOUSE POINT INVESTORS, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Revised Limited Liability Company Act, pursuant to Chapter 605 of the Florida Statutes, hereby makes, acknowledges and files the following Articles of Organization (the "Articles").

**ARTICLE I
NAME**

The name of the limited liability company is Moments Lighthouse Point Investors, LLC (the "Company").

**ARTICLE II
MAILING AND STREET ADDRESS**

The mailing address and street address of the principal office of the Company shall be 1900 North Bayshore Drive, Unit 2811, Miami, Florida 33132.

**ARTICLE III
REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent of the Company in the State of Florida is Mr. Todd P. Linden, 1900 North Bayshore Drive, Unit 2811, Miami, Florida 33132.

**ARTICLE IV
DURATION**

The Company shall commence its existence on the date that the Articles are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in the Operating Agreement.

**ARTICLE V
PROFITS AND LOSSES**

Profits and losses shall be allocated to the members, as provided in the Operating Agreement, duly adopted and as amended from time to time by the members.

**ARTICLE VI
RESTRICTIONS ON MEMBERSHIP**

No additional members shall be admitted to the Company except upon such terms and conditions as set forth in the Operating Agreement. Contributions required of new members shall be determined as of the time of admission to the Company. A member may transfer his, her or its interest in the Company, as set forth in the Operating Agreement, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a

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member, unless the proposed transfer is approved in accordance with the requirements set forth in the Operating Agreement.

ARTICLE VII MANAGEMENT; INITIAL MANAGER

The Company shall be a manager-managed limited liability company and shall be managed in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. The Operating Agreement may contain any provisions for the regulation and management of the business and operations of the Company, not inconsistent with Florida law or the Articles. The name and address of the Company's manager that is authorized to manage and control the Company shall be Moments Group, Inc., 1900 North Bayshore Drive, Unit 2811, Miami, Florida 33132.

ARTICLE VIII AMENDMENT

The Articles may be amended only in accordance with the Operating Agreement.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Organization on this 15th day of April 2019.

By: /s/ Todd P. Linden
Todd P. Linden
Authorized Representative

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, Mr. Todd P. Linden, having been named the Registered Agent of Moments Lighthouse Point Investors, LLC, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 605.0113.

April 15, 2019

By: /s/ Todd P. Linden
Todd P. Linden

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