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FLORIDA LIMITED LIABILITY CO.  
BARNEY VALENTINE, LLC

|                       |          |
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ARTICLES OF ORGANIZATION  
OF  
BARNEY VALENTINE, 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 Barney Valentine, LLC (the "Company").

ARTICLE II - ADDRESS

The Company's mailing address and the street address of the principal office is 1000 Venetian Way Miami Beach, FL 33139

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 and the registered office of the Company in the State of Florida are:

| <u>Name</u>     | <u>Address</u>   |
|-----------------|--|
| Albert D. Lichy | 150 W. Flagler Street   Suite 2200,<br>Miami, FL 33128 |

ARTICLE V - MANAGEMENT

The Company shall be manager-managed. The name and address of the initial manager of the Company are as follows:

| <u>Name</u>   | <u>Address</u>                                   |
|---------------|--|
| Jeffrey Lichy | 1000 Venetian Way #1604<br>Miami Beach, FL 33139 |

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization for the foregoing uses and purposes this 24<sup>th</sup> day of February 2021.

  
ALBERT D. LICHTY  
Authorized Representative

REGISTERED AGENT'S ACCEPTANCE

Having been named as registered agent and to accept service of process for Barney Valentine, 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.

REGISTERED AGENT:

Dated: February 24, 2021

  
ALBERT D. LICHTY