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Email Address: MHasner@Therrellbaisten.com

FLORIDA LIMITED LIABILITY CO.
GARDENHILL CAPITAL, LLC

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**ARTICLES OF ORGANIZATION
FOR
GARDENHILL CAPITAL, LLC**

ARTICLE I

Name

The name of the Limited Liability Company is **GARDENHILL CAPITAL, LLC**.

ARTICLE II

Address

The mailing address and street address of the principal office of the Limited Liability Company is: 777 Brickell Avenue, Suite 1070, Miami, FL 33131

ARTICLE III

Duration

This limited liability company shall have a perpetual existence.

ARTICLE IV

Registered Agent

The street address of the initial registered office of the Limited Liability Company shall be Therrel Baisden, LLP, SunTrust International Center, One S.E. 3rd Avenue, Suite 2950, Miami, Florida 33131 and the name of the initial registered agent of the Limited Liability Company at that address is Mark M. Hasner, Esq.

ARTICLE V

Manager-Managed Company

The Limited Liability Company is to be managed by one or more managers and is therefore a manager-managed company.


ARTICLE VI

Manager

The name and address of the Manager is as follows:

Manager: Roberto Javier Canto
777 Brickell Avenue, Suite 1070
Miami, FL 33131

The undersigned authorized representative of the members of **GARDENHILL CAPITAL, LLC** hereby executes these articles of organization on this 22nd day of April, 2021.


Mark M. Hasner, authorized representative

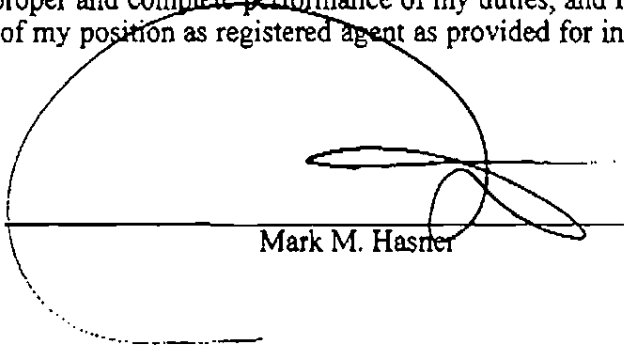
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605 FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATED A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is **GARDENHILL CAPITAL, LLC.**
2. The name and the Florida street address of the registered agent and office are:

Mark M. Hasner, Esquire
Therrel Baisden, LLP
SunTrust International Center
One S.E. 3rd Avenue, Suite 2950
Miami, Florida 33131

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, F.S.



Mark M. Hasner