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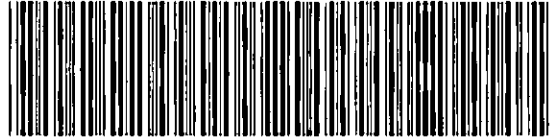
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Name:	Venetian TIC Holder II, LLC
Document #:	
Order #:	14272545 - 6

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**ARTICLES OF ORGANIZATION  
OF  
VENETIAN TIC HOLDER II, 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 Venetian TIC Holder II, LLC (the "Company").

**ARTICLE II  
MAILING AND STREET ADDRESS**

The mailing address and street address of the principal office of the Company shall be 1663 Keleka Road, Koloa, Hawaii 96756.

**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 Torres Law, P.A., 888 Southeast Third Avenue, Suite 400, Fort Lauderdale, Florida 33316.

**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  
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 The John Hicks Company, LLC, 5003 Horizons Drive, Suite 100, Columbus, Ohio 43220.

#### ARTICLE VII 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 13<sup>th</sup> day of April 2022.

By: Deborah G. Novak  
Deborah Novak  
Authorized Representative

#### ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, Torres Law, P.A. (Document No. P05000012792) having been named the Registered Agent of Venetian TIC Holder II, LLC, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 605.0113.

TORRES LAW, P.A.:

April 13, 2022

By: Oswaldo F. Torres  
Oswaldo F. Torres  
President

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