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**FLORIDA LIMITED LIABILITY CO.  
312 AT BRICKELL BAY CLUB, LLC**

Certificate of Status	1
Certified Copy	0
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**ARTICLES OF ORGANIZATION**  
**FOR**  
**312 AT BRICKELL BAY CLUB, LLC**

**ARTICLE I - NAME**

The name of the Limited Liability Company is:

312 AT BRICKELL BAY CLUB, LLC

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is:

C/O 1313 Ponce de Leon Blvd., Suite 200  
Coral Gables, FL 33134

**ARTICLE III - BUSINESS PURPOSE**

The purpose of the Limited Liability Company is to engage in any lawful act or activity for which the limited liability companies may be formed under the Florida Revised Limited Liability Company Act of the State of Florida (the "Act").

**ARTICLE IV - MEMBER AND MANAGEMENT OF BUSINESS**

The name and address of the member of this Limited Liability Company is:

**NAME**

**ADDRESS**

Esteban J. Valles

c/o 1313 Ponce de Leon Blvd., Suite 200  
Coral Gables, FL 33134

Carolina Alvarez

c/o 1313 Ponce de Leon Blvd., Suite 200  
Coral Gables, FL 33134

The business of this Limited Liability Company shall be managed by the manager in a meeting, or by written consent without a meeting. Esteban J. Valles and Carolina Alvarez are hereby appointed as Managers to carry out, subject to the direction of members, the day to day business of this Limited Liability Company.

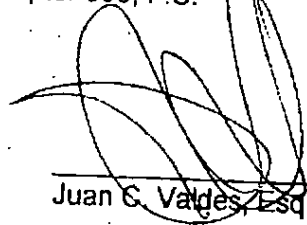
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**ARTICLE V – REGISTERED AGENT, REGISTERED OFFICE &  
REGISTERED AGENT'S SIGNATURE**

The name and the Florida street address of the registered agent is:

Juan C. Valdes, Esq.  
Quesada Valdes, PLLC  
1313 Ponce De Leon Blvd., Suite 200  
Coral Gables, Florida 33134

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.

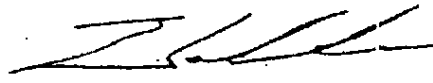


Juan C. Valdes, Esq., Registered Agent

**ARTICLE VI – AMENDMENTS**

These articles may be amended from time to time by a unanimous written consent of all the members, and the amendment shall be filed, duly signed by all members of this Limited Liability Company, with the Florida Department of State.

(In accordance with section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

  
Esteban J. Valles

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