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**FLORIDA LIMITED LIABILITY CO.
Downtown West 33 Holdings, LLC**

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Downtown West 33 Holdings, LLC

Article II. Address

The street address of the Company's initial principal office is:
Downtown West 33 Holdings, LLC
1600 Ponce de Leon Boulevard, Suite 1201
Coral Gables FL 33134

The mailing address of the Company's initial principal office is:
Downtown West 33 Holdings, LLC
1600 Ponce de Leon Boulevard, Suite 1201
Coral Gables FL 33134

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Avenue 4, LLC
1600 Ponce de Leon Boulevard, Suite 1201
Coral Gables FL 33134

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

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CLERK OF THE CIRCUIT COURT
IN AND FOR THE COUNTY OF DADE
FLORIDA

Computershare Governance Services Inc.
d/b/a Corporate Creations
801 US Highway 1
North Palm Beach FL 33408
(561) 694-8107

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

FCM Investment Group, LLC
1600 Ponce de Leon Boulevard, Suite 1201
Coral Gables FL 33134
AP Pardo Holdings, LTD
1600 Ponce de Leon Boulevard, Suite 1201
Coral Gables FL 33134

Article VII. Company Existence

The Company's existence shall begin effective as of September 28, 2022.

The undersigned authorized representative of a member executed these Articles of Organization on 9/28/2022.

/s/ Caitlin Lazarus

COMPUTERSHARE GOVERNANCE SERVICES INC.
D/B/A CORPORATE CREATIONS

Jim "JP" Perkins Executive Vice President and Chief Relationship Officer
by Caitlin Lazarus as attorney-in-fact
Computershare Governance Services Inc.
d/b/a Corporate Creations
801 US Highway 1
North Palm Beach FL 33408
(561) 694-8107

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COMPUTERSHARE GOVERNANCE SERVICES INC.
D/B/A CORPORATE CREATIONS
CAITLIN LAZARUS

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Downtown West 33 Holdings, LLC

REGISTERED AGENT/OFFICE:

Avenue 4, LLC

1600 Ponce de Leon Boulevard, Suite 1201

Coral Gables FL 33134

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

/s/ Caitlin Lazarus

AVENUE 4, LLC

by Caitlin Lazarus as attorney-in-fact

Date: September 28, 2022.

22 SEP 28 PM 12:35
FALLENBERRY, CAITLIN

Computershare Governance Services Inc.
d/b/a Corporate Creations
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