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Florida Department of State  
Division of Corporations  
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Division of Corporations  
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Account Name : COMPUTERSHARE  
Account Number : 110432003053  
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Fax Number : (561)214-8442

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**FLORIDA LIMITED LIABILITY CO.****Breakwater SF â€“ Bayside, LLC**

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Breakwater SF – Bayside, LLC

### Article II. Address

The street address of the Company's initial principal office is:  
Breakwater SF – Bayside, LLC  
123 SW North River Drive  
Miami FL 33130

The mailing address of the Company's initial principal office is:  
Breakwater SF – Bayside, LLC  
123 SW North River Drive  
Miami FL 33130

### Article III. Registered Agent

The name and street address of the Company's registered agent is:  
Guillermo Alvarez, Esq.  
23 SW North River Drive  
Miami FL 33130

### 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.

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:

Breakwater Hospitality Group, LLC  
123 SW North River Drive  
Miami FL 33130

Alex Mantecon  
123 SW North River Drive  
Miami FL 33130

### Article VII. Company Existence

The Company's existence shall begin effective as of September 8, 2023.

The undersigned authorized representative of a member executed these Articles of Organization on 9/8/2023.



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

Timothy Pratts Account Manager  
Joseph Panholzer, 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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## STATEMENT OF REGISTERED AGENT

### LIMITED LIABILITY COMPANY:

Breakwater SF – Bayside, LLC

### REGISTERED AGENT/OFFICE:

Guillermo Alvarez, Esq.  
23 SW North River Drive  
Miami FL 33130

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.



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GUILLERMO ALVAREZ, ESQ.  
Joseph Panholzer, Attorney-in-Fact

Date: September 8, 2023.

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