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TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

Villa Ferrara, L.L.C.

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**ARTICLES OF ORGANIZATION
OF
VILLA FERRARA, L.L.C.**

PREAMBLE

The undersigned hereby adopt these Articles of Organization for the purpose of forming a Limited Liability Company under The Florida Limited Liability Company Act (Chapter 608 of the Florida Statutes).

**ARTICLE I
NAME**

The name of this Limited Liability Company is:

VILLA FERRARA, L.L.C.

**ARTICLE II
DURATION - DISSOLUTION**

The period of duration of the Company shall be perpetual.

**ARTICLE III
PURPOSE**

The purpose and business of the Company shall be to engage in any and all other acts or purposes permitted under Chapter 608 of the Florida Statutes or any other applicable laws of the State of Florida, as amended from time to time, including owning, acquiring, investing in, developing, operating, managing, leasing, renting, subdividing, and/or selling real estate, and/or interests therein, except as any of the foregoing acts and/or purposes may be otherwise barred or restricted by law.

**ARTICLE IV
ADDRESS OF OFFICE AND AGENT**

4.1 Place of Business. The initial business and mailing address of the Company is: 10300 Camel Back Lane, Boca Raton, FL 33498, or such other place or places as the Company may designate from time to time.

Allan Salovin, Esq.
777 S. Flagler Dr., #300E
West Palm Beach, FL 33401
(561) 650-7900
FL Bar #234966

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4.2 Registered Agent. The initial Registered Agent of the Company is: Allan Salovin, whose address is 777 S. Flagler Drive, Suite 300 East, West Palm Beach, FL 33401.

ARTICLE V MEMBERSHIP

5.1 Admission of New Members. New Members may be admitted as provided in the Regulations of the Company.

5.2 Transfer-Assignment. Membership in the Company may be transferred or assigned as provided in the Regulations of the Company.

5.3 Limited Liability. No Management Committee Member, Member or agent of the Company shall be liable under a judgment or decree, or order of a court, or in any other manner for any debt, obligation, or liability of the Company.

5.4 Indemnification. The Company shall indemnify any present or former Member, Member of the Management Committee, agent, or manager exercising powers or duties of a Member, to the full extent now or hereafter permitted by law.

5.5 Continuation of Business. The business of the Company shall continue upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company to the extent and in the manner provided in the Regulations of the Company.

ARTICLE VI MANAGEMENT

6.1 Powers. The management of the Company shall be vested in the Management Committee, consisting of two Members. All Company powers shall be exercised, and the business and affairs of the Company shall be managed, by and under the authority of such Management Committee pursuant to the specific rules regarding their rights and duties as set forth in the Regulations of the Company.

6.2 Management Committee. The names and addresses of the initial members of the Management Committee of the Company shall be Vincent J. Ferrara, whose address is 10300 Camel Back Lane, Boca Raton, FL 33498, and Patricia R. Ferrara, whose address is 10300 Camel Back Lane, Boca Raton, FL 33498.

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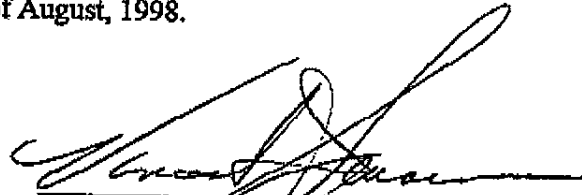
**ARTICLE VII
REGULATIONS**

At the first meeting of the Members after the execution of these Articles of Organization the Members shall adopt Regulations containing provisions for the regulation and management of the affairs of the Company not inconsistent with the law or these Articles of Organization. The power to adopt, alter, amend or repeal the Regulations of the Company shall be vested in the Management Committee. Said Regulations may be adopted in the form of an Operating Agreement.

**ARTICLE VIII
AMENDMENT**

These Articles of Organization may be amended at any time by the vote of the Managing Members and Members as provided in the Regulations.

IN WITNESS WHEREOF the undersigned, as Organizers, hereby execute these Articles of Organization this 26 day of August, 1998.


VINCENT I. FERRARA, Organizer
PATRICIA R. FERRARA, Organizer

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is Villa Ferrara, L.L.C.
2. The name and address of the Registered Agent and office is:

Allan Salovin
777 S. Flagler Drive
Suite 300 East
West Palm Beach, FL 33401

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.


Allan Salovin

August 28, 1998

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA }
 }SS:
 COUNTY OF PALM BEACH }

In Compliance with Section 608.407(2) of the Florida Statutes, the undersigned member or authorized representative of a member of VILLA FERRARA, L.L.C., deposes and says:

1. The above named limited liability company has at least two Members.
2. The total amount of cash contributed by the Members is \$2,000.
3. If any, the agreed net value of property other than cash contributed by the Members is \$80,000. The property contributed by the Members consists of two contiguous real estate parcels, each consisting of approximately three-quarters (3/4) of an acre, located in Ocho Ríos, Jamaica.
4. The total amount of cash and property anticipated to be contributed by members is \$82,000. This total includes the amounts from 2 and 3 above.

FURTHER AFFLIANT SAYETH NOT.

Vincent Ferrara
 Vincent Ferrara, a Member

Sworn to and subscribed before me this 27 day of August, 1998 by Vincent Ferrara.

[NOTARIAL SEAL]

Notary: *Karla M. Caputo*
 Print Name: KARLA M. CAPUTO
 Notary Public, State of FLORIDA
 My commission expires: 7-8-2002

☒ Personally Known OR ☐ Produced Identification

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Karla M. Caputo
 MY COMMISSION # CC757748 EXPIRES
 July 8, 2002
 BONDED THRU TROY FARM INSURANCE, INC.

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