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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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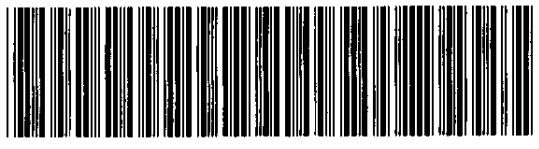
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

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DEC 03 2015

T SCHROEDER

CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 892434 80420A

AUTHORIZATION : *[Signature]*

COST LIMIT : \$ 155.00

ORDER DATE : December 2, 2015

ORDER TIME : 1:20 PM

ORDER NO. : 892434-005

CUSTOMER NO: 80420A

DOMESTIC FILING

NAME: JSM PROMENADE, LLC

EFFECTIVE DATE:

\_\_\_\_\_ ARTICLES OF INCORPORATION  
\_\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP  
XX \_\_\_\_\_ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX \_\_\_\_\_ CERTIFIED COPY  
\_\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Courtney Williams - EXT. 62935

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF ORGANIZATION OF**

**JSM PROMENADE, LLC**

The undersigned, being authorized to execute and file these Articles of Organization to form the Limited Liability Company hereinafter named, hereby certifies that:

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TALLAHASSEE FLORIDA

**ARTICLE I — NAME:**

The name of the Limited Liability Company is: JSM PROMENADE, LLC.

**ARTICLE II — Address:**

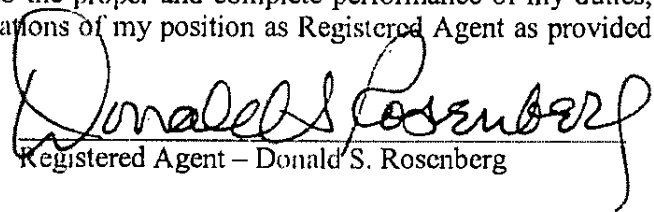
The mailing address and street address of the principal office of the Limited Liability Company is: 2 Alhambra Plaza, Suite #101, Coral Gables, FL 33134.

**ARTICLE III — Designation of Registered Agent and Registered Office:**

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

Donald S. Rosenberg, Esq.  
One S.E. Third Avenue, Suite 3100  
Miami, FL 33131

Having been named as Registered Agent and to accept service of process for the above named Limited Liability Company at the place above 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.

  
Registered Agent – Donald S. Rosenberg

**ARTICLE IV — Management:**

The name and address of each person authorized to manage and control the Limited Liability Company:

This instrument prepared by:  
Donald S. Rosenberg  
Peckar & Abramson  
One Southeast Third Avenue, Suite 3100  
Miami, Florida 33131  
305-358-2600  
Florida Bar No.: 068388

<u>Title</u>	<u>Name and Address</u>
MGR	Jane Marcus 2 Alhambra Plaza, Suite #101 Coral Gables, FL 33134

and

Gregory Marcus  
2 Alhambra Plaza, Suite #101  
Coral Gables, FL 33134

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 TALLAHASSEE, FLORIDA

If either of the above-named Managers shall be unwilling or unable to serve as a Manager for any reason, the other Manager shall act as the sole Manager of the Company.

#### **ARTICLE V — Effective Date**

The effective date of the existence of this Limited Liability Company shall be the date of subscription of these Articles of Organization if such date is within five (5) business days prior to the date of filing of these Articles of Organization in the office of the Secretary of State of Florida, otherwise the commencement date shall be the date of such filing.

#### **ARTICLE VI – Purpose and Powers:**

The Limited Liability Company is organized for the purpose of the conduct of any and all lawful business for which a limited liability company may be organized under the Florida Limited Liability Company Act, Chapter 605, Florida Statutes, and may do and perform any and all acts and deeds lawful to be done and performed by a limited liability company under said law, all within and without the United States of America. Without limiting the foregoing, the limited liability company is organized for the purpose of owning, operating, managing, leasing, selling, repairing, replacing, improving and financing, on a secured and unsecured basis, real and personal property of every kind, nature and description, including general and limited partnership interests and membership interests in limited liability companies.

The Limited Liability Company shall have the same powers as an individual to do all things necessary or convenient to conduct its business and affairs, including, without limitation, all powers now and hereafter authorized under the laws of the United States, the State of Florida and any other State in which the Company may own property.

#### **ARTICLE VII — Duration:**

The period of duration for the Limited Liability Company shall be perpetual.

**ARTICLE VIII – Admission of Additional Members:**

Additional members may be admitted to the Limited Liability Company only with the consent in writing of all members and such admission shall be upon such terms and conditions as shall be established in writing by said members.

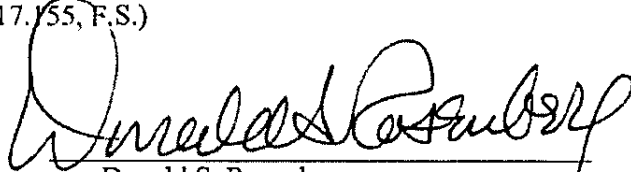
**ARTICLE IX – Execution of Instruments and Documents**

Any instrument or document with respect to the acquisition, ownership, mortgage or disposition of any property of the Limited Liability Company, and operation of any business, including but not limited to deeds, bills of sale, notes, bonds, mortgages, deeds of trust, leases, receipts, releases and contracts of every nature executed by any Manager of the Limited Liability Company, signing alone, shall be valid and binding upon all Managers and the Limited Liability Company.

**ARTICLE XI – Regulations**

Regulations for the management and regulation of the affairs of the Limited Liability Company may only be adopted, amended and repealed by written instrument executed by all of the members, except as may be provided in the Regulations.

**IN WITNESS WHEREOF**, these Articles of Organization have been subscribed by the undersigned authorized representative of the members this 2<sup>nd</sup> day of December, 2015. (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. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in S.817.155, F.S.)

  
Donald S. Rosenberg

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SECRETARY OF STATE  
DAI ADAMS@FLORENDA