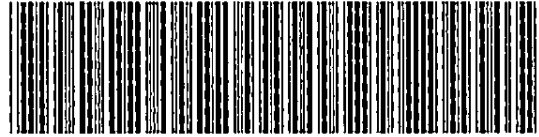


L180000260274



800320388978

11/07/18--01019--015 **125.00

K. PAGE
NOV 09 2018

STATE OF FLORIDA
DIVISION OF CORPORATIONS
18 NOV -7 AM 5:22
TALLAHASSEE, FLORIDA

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

FREDERICK R. MACLEAN
ANNE B. MACLEAN
CHRISTOPHER J. EMA
LAURA G. MACLEAN
BRIAN V. BERGMAN
ADAN A. AULET, JR.*
AIMEE K. ARCE



OF COUNSEL
ARLENE LAKIN
BOARD CERTIFIED
ELDER LAW

* ALSO ADMITTED IN ILLINOIS

November 6, 2018

*Via Federal Express, Tracking # 7736 6242 2200
Overnight Delivery to:*

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: ARTICLES OF ORGANIZATION OF AVENTURA HOTEL INVESTMENT, LLC

Dear Sir or Madam,

Enclosed for filing please find the original Articles of Organization of Aventura Hotel Investment, LLC and a check in the amount of \$125.00, payable to the Florida Department of State, for the filing fees.

Should you have any questions in this regard, please do not hesitate to call my office.

Very Truly Yours,

MACLEAN & EMA, P.A.

A handwritten signature in black ink, appearing to read 'AUA', is written over a horizontal line.

Adan A. Aulet, Jr., Esq.
For the Firm

Encl. as noted.

**ARTICLES OF ORGANIZATION
FOR
AVENTURA HOTEL INVESTMENT, LLC**
(a Florida limited liability company)

SECRETARY OF STATE
DIVISION OF CORPORATION
18 NOV -7 AM 5:23
STATE
TALLAHASSEE, FLORIDA

The undersigned certifies that these Articles of Organization are submitted to the Florida Department of State for the purpose of organizing a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further declares that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I. NAME & PRINCIPAL PLACE OF BUSINESS

1. **Name:** The limited liability company shall now be named *AVENTURA HOTEL INVESTMENT, LLC*.

2. **Principal Address:** Its principal office shall be located at *80 S.W. 8TH STREET, SUITE 2000, MIAMI, FLORIDA, 33130*, but it shall have the power and authority to establish branch offices at any other place or places as the Manger may designate.

3. **Mailing Address:** Its mailing address shall be *80 S.W. 8TH STREET, SUITE 2000, MIAMI, FLORIDA, 33130*.

ARTICLE II. PURPOSES & POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any lawful business that may be engaged in by a limited liability company organized under the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes, as such business activities may be determined by the Managers from time to time.

2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of

these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles of the limited liability company, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III. MANAGEMENT BY MANAGERS

This limited liability company shall be managed by one or more managers. The names and addresses of the initial managers are:

MARTIN PROSPERI
2627 S. BAYSHORE DRIVE, #1502
MIAMI, FL 33133

JUAN L. FERNANDEZ, JR.
68 S.E. 6TH STREET, #2001
MIAMI, FL 33131

The persons who are designated or appointed shall carry out and further the decisions and actions for and on the behalf of the limited liability company and shall be authorized to execute any and all reports, forms, instruments, documents, papers, writings, agreements, and contracts, including, but not limited to deeds, bills of sale, transfers, leases, promissory notes, mortgages and security agreements, and any other type or form of document by which property or property rights of the limited liability company are transferred or encumbered, or by which debts and obligations of the limited liability company are created, incurred, or evidenced, which are necessary, appropriate, or beneficial to carry out or further such decisions or actions.

ARTICLE IV. MEMBERSHIP RESTRICTIONS

The interests in the limited liability company have not been registered under any securities laws. The interests in the limited liability company are subject to restrictions as to sale, transfer, hypothecation, or assignment.

ARTICLE V. DURATION

This limited liability company shall have perpetual duration.

ARTICLE VI. INITIAL REGISTERED OFFICE & REGISTERED AGENT

The name of the initial registered agent and the address of the initial registered office of the limited liability company is:

MACLEAN & EMA, P.A.
2600 N.E. 14TH STREET CAUSEWAY
POMPANO BEACH, FL 33062

CERTIFICATION OF AUTHORIZED REPRESENTATIVE

The undersigned certifies that this instrument constitutes the proposed Articles of Organization of *AVENTURA HOTEL INVESTMENT, LLC*. 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. The undersigned is aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, Florida Statutes.



ADAN A. AULET, JR., ESQ.
AUTHORIZED REPRESENTATIVE

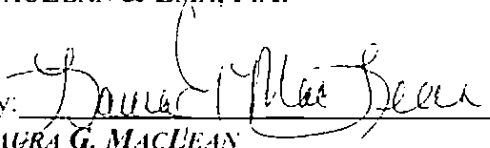
Executed on November 6, 2018.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for *AVENTURA HOTEL INVESTMENT, LLC, a Florida 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.

REGISTERED AGENT:

MACLEAN & EMA, P.A.

By: 
LAURA G. MACLEAN
FOR THE FIRM

SECRETARY OF STATE
DIVISION OF CORPORATION
18 NOV -7 AM 5:23
TALLAHASSEE, FLORIDA