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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 922-4003

From: Account Name : EMPIRE CORPORATE KIT COMPANY
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Phone : (305) 541-3694
Fax Number : (305) 541-3770

RECEIVED
00 MAY 11 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

BUNK 23, L.L.C.

FILED
00 MAY 11 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I. NAME

The name of the limited liability company is **Bunk 23, L.L.C.**

ARTICLE II. PRINCIPAL PLACE OF BUSINESS & MAILING ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

301 Clematis Street, Suite 3000, West Palm Beach, FL 33401.

ARTICLE III. REGISTERED OFFICE & AGENT

The name and Florida street address of the Limited Liability Company's registered agent is:

**MARK R. OSHEROW, P.A.
Parkway Center
Stanford Corporate Plaza-Suite 650
7900 Glades Road, Boca Raton, FL 33434**

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ARTICLE IV. MANAGERS

The list of the names and addresses of the individuals who will serve as managers. The limited liability company is to be a manager-managed company.

**Michael S. Kaye
President/Treasurer**

**301 Clematis Street, Suite 3000
West Palm Beach, FL 33401**

**Sergio A. Mariaca
Vice-President/Secretary**

**301 Clematis Street, Suite 3000
West Palm Beach, FL 33401**

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is **Bunk 23, L.L.C.**

ARTICLE II. ADDRESS

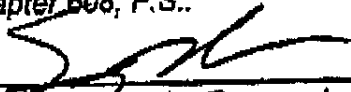
The mailing address and street address of the principal office of the Limited Liability Company is: **301 Clematis Street, Suite 3000, West Palm Beach, FL 33401.**

ARTICLE III. REGISTERED AGENT, REGISTERED OFFICE, & REGISTERED AGENT'S SIGNATURE

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

**MARK R. OSHEROW, P.A.
Parkway Center
Stanford Corporate Plaza-Suite 650
7900 Glades Road
Boca Raton, FL 33434**

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 as provided for in Chapter 608, F.S..

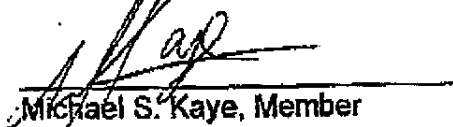


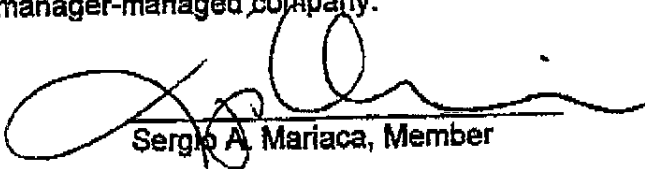
Stephen J. Padula, Esq., on behalf of the
Law Offices of MARK R. OSHEROW, P.A.,
Registered Agent

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TALLAHASSEE, FLORIDA

ARTICLE IV. MANAGEMENT

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.


Michael S. Kaye, Member


Sergio A. Mariaca, Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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