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Division of Corporations

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Heathrow RI Manager, LLC

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**ARTICLES OF ORGANIZATION
OF
HEATHROW RI MANAGER, LLC**

ARTICLE I

Name and Duration

The name of this Limited Liability Company is Heathrow RI Manager, LLC (hereinafter referred to as the "Company"). The duration of the Company shall commence upon the filing of these Articles of Organization and shall be perpetual.

ARTICLE II

Principal Office

The mailing address and street address of the principal office of the Company is 3700 NE 28th Avenue, Lighthouse Point, FL 33064, or such other place as the Manager of the Company may determine from time to time.

ARTICLE III

Registered Office and Agent

The address of the registered office of the Company in the State of Florida is C T Corporation System, 1200 South Pine Island Road, City of Plantation, Florida 33324.

ARTICLE IV

Manager-Managed Company

The Company is to be managed by its Manager, Heathrow RI Manager, LLC whose address is:
3700 NE 28th Avenue
Lighthouse Point, FL 33064


ARTICLE V

Purpose

The Company's business and purpose shall consist solely of the following:

- (i) to act as the manager of Heathrow RI Associates, LLC, and no other purpose;
and
- (ii) to engage in such other lawful activities permitted to limited liability companies by the Florida Limited Liability Company Act of the State of Florida as are incidental, necessary or appropriate to the foregoing.

DATED as of the ____ day of April, 2007


Steven A. Solomon, Authorized Representative

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Florida Statute Section 608.415, Heathrow RI Manager, LLC submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the limited liability company is Heathrow RI Manager, LLC
2. The name and address of the registered agent and office is: C T Corporation System, 1200 South Pine Island Road, City of Plantation, Florida 33324.

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in this certificate, the undersigned, by and through its duly elected officer, hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position as registered agent.

Dated: April __, 2007

CT Corporation System

By: Mal Bli

Name: _____

Vice President

Mark Brinkman
Vice President and Assistant Secretary

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