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To: Division of Corporations  
Fax Number : (850) 205-0383

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Infinity University Drive 2 LLC

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ARTICLES OF ORGANIZATION  
OF  
INFINITY UNIVERSITY DRIVE 2 LLC

The undersigned, being a duly authorized representative of a Member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company is INFINITY UNIVERSITY DRIVE 2 LLC (the "Company").

ARTICLE II

ADDRESS

The principal office and mailing address of the Company is:

1140 Kane Concourse, 5<sup>th</sup> Floor  
Bay Harbor Islands, Florida 33154

ARTICLE III

REGISTERED AGENT AND OFFICE

The Company designates 1140 Kane Concourse, 5<sup>th</sup> Floor, Bay Harbor Islands, Florida 33154 as the street address of the initial registered office of the Company and names Ighal Goldfarb as the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE IV

MANAGEMENT

The Company shall be conducted, carried on, and managed by at least one (1) Manager. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement

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of the Company. The Manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified.

The initial Manager for the Company shall be INFINITY BH CORP., a Florida corporation.

ARTICLE V

DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State of Florida, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of the ownership interests.

ARTICLE VI

PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VII

ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of a majority of the ownership interests of the Company, upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company.

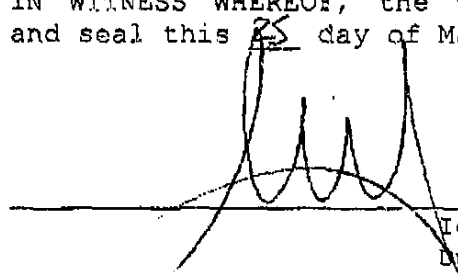
ARTICLE VIII

OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the

Company in the manner set forth in the Operating Agreement of the Company.

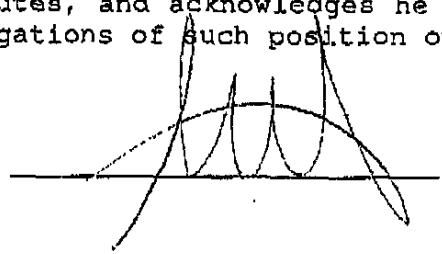
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 25 day of May, 2007.



Ighal Goldfarb  
Duly Authorized Representative

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for INFINITY UNIVERSITY DRIVE 2 LLC, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608 of the Florida Statutes, and acknowledges he is familiar with, and accepts, the obligations of such position on this 25 day of May 2007.



By:

Ighal Goldfarb