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From:

Account Name : BILZIN SUMBERG BAENA PRICE & AXELROD LLP
Account Number : 075350000132
Phone : (305) 374-7580
Fax Number : (305) 351-2122

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FLORIDA/FOREIGN LIMITED LIABILITY CO.**WESTDALE W LLC**

Certificate of Status	1
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D. BRUCE

OCT 30 2009

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October 29, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

BILZIN SUMBERG BAENA PRICE & AXELROD LLP

SUBJECT: WESTDALE W LLC
REF: W09000048197

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6984.

Deborah Bruce
Regulatory Specialist II

FAX Aud. #: H09000230220
Letter Number: 009A00034271

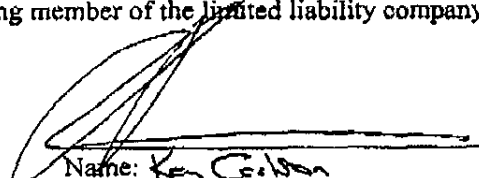
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ARTICLES OF ORGANIZATION
OF
WESTDALE W LLC

1. The name of the limited liability company is WESTDALE W LLC.
2. The mailing address and the street address of the principal office of the limited liability company are c/o Westdale Properties, 3300 Commerce Street, Dallas, TX 75226, Attention: Ken Carlson.
3. The name and street address of the initial registered agent of the limited liability company are C T Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324.
4. The limited liability company shall be member-managed. The name and address of the managing member of the limited liability company are: Westdale Properties America I, Ltd., a Texas limited partnership, 3300 Commerce Street, Dallas, Texas 75226.

IN WITNESS WHEREOF, these Articles of Organization have been executed by the below named authorized representative of the managing member of the limited liability company this 28 day of October, 2009.



Name: Ken Carlson
Authorized Representative

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

WESTDALE W LLC

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

CT Corporation System

(Name)

1200 South Pine Island Road

Florida Street Address (P.O. Box NOT ACCEPTABLE)

Plantation, Florida 33324

City/State/Zip

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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, Florida Statutes.

CT Corporation System

By: Madonna Cuddihy

(Signature)

**Madonna Cuddihy
Special Assistant Secretary**

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)