

L05000028793
Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000070519 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

From:
Account Name : ROTHMAN & TOBIN, P.A.
Account Number : I20000000031
Phone : (305) 895-3225
Fax Number : (305) 895-7175

RECEIVED

05 MAR 22 PM 1:06

DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

PALMS 19-B, LLC

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$125.00

FILED
05 MAR 22 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing

Public Access Help

H05000070519 3

**ARTICLES OF ORGANIZATION
FOR
PALMS 19-B, LLC**

ARTICLE I - NAME

The name of this Limited Liability Company is PALMS 19-B, LLC.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 2390 E. Camelback Road Phoenix, AZ 85016.

ARTICLE III - DURATION

This Limited Liability Company shall have perpetual existence commencing on the date these Articles of Organization are executed.

ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be Member Managed, and the name and address of the manager is:

National Safe Harbor Exchanges, Inc., a California corporation
C/o Investment Property Exchange Services, Inc.
2390 East Camelback Road
Phoenix, AZ 85016

FILED
05 MAR 22 AM 9:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE V-ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be by a favorable vote by a majority of members.

ARTICLE VI - MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be as agreed upon by the majority of the surviving members at that

H05000070519 3

time.

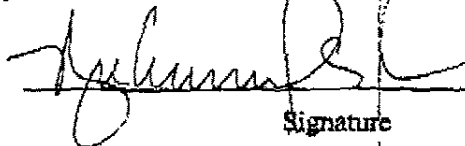
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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 **FALMS 19-B, LLC**
2. The name and the Florida street address of the registered agent are:

Michael S. Tobin
11900 Biscayne Boulevard, Suite 740
Miami, Florida 33181

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.

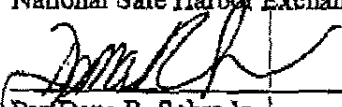


Signature

The Undersigned, a Member of the Company, for the purpose of forming a limited liability company to do business within the State of Florida, does make and file these Articles of Organization, hereby declaring and certifying that the facts stated are true.

Dated March __, 2005.

National Safe Harbor Exchanges, Inc., a California corporation



By: Dana R. Sobrado,
Its: Assistant Vice President

H05000070519 3

FILED
05 MAR 22 AM 9:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA