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To:

Division of Corporations
Fax Number : (850) 922-4003

From: Nery C. Toledo, Legal Assistant

Account Name : AKERMANN, SENTERFITT & EIDSON, P.A.
Account Number : 075471001363
Phone : (305) 374-5600
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LIMITED LIABILITY COMPANY

THE OPEN LAND FUND, L.L.C.

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
THE OPEN LAND FUND, L.L.C.,
a Florida limited liability company**

ARTICLE I - Name:

The name of the Limited Liability Company is: The Open Land Fund, L.L.C.

ARTICLE II - Address:

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

46 S.W. 1st Street, 3rd Floor
Miami, FL 33130

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

Jeffrey S. Bass
c/o Law Offices of Shubin & Bass, P.A.
46 S.W. 1st Street, 3rd Floor
Miami, FL 33130

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.


Jeffrey S. Bass

ARTICLE IV - Management

The Limited Liability Company is to be a member-managed company.


Jeffrey S. Bass, Member

Dated this 1st day of May, 2000.

(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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