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To: Division of Corporations
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TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

SUNSHINE ~~PARK~~ SOUTH ASSOCIATES, L.L.C.
PARK

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**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is: **SUNSHINE PARK SOUTH ASSOCIATES,
L.L.C.**

ARTICLE II - Address:

The mailing address and street address of the initial principal office of the Limited Liability Company is: 3500 Mystic Point Dr., #2405, Adventura, Florida 33180.

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by a manager and the name and address of such manager who is to serve as manager is: **BEN SONNENSCHNEIN**, whose address is currently at 3500 Mystic Point Dr., #2405, Adventura, Florida 33180.

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: New members may be admitted, in accordance with the laws of the State of Florida and under such terms and conditions, as shall be mutually agreed upon in writing by all current and future members. Until and unless modified in the future, admission shall be consistent with the terms of that certain agreement, entitled "partnership Agreement, dated May 5, 1981, between the Members of the LLC, who prior to the execution of these Articles did operate as a Florida Partnership.

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 in accordance with the Laws of the State of Florida. Notwithstanding anything to the contrary contained herein, a member may not transfer his (or her)

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interest to a new member, unless such transfer is in accordance with the Provisions of the certain May 5, 1981 agreement referred to in Article V hereof or such new agreement between the members, as may replace the aforesaid agreement.

ARTICLE VII - 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.

The name and the Florida street address of the registered agent are: BEN SONNENSCHNEIN, 3500 Mystic Point Dr., #2405, Adventura, Florida 33180.

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.

Ben Sonnenschein
BEN SONNENSCHNEIN, Acceptance as Resident Agent

Ben Sonnenschein
BEN SONNENSCHNEIN, An authorized representative of a member,
execution of Articles of Organization.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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