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Florida Department of State

Division of Corporations

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To:

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

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

LIMITED LIABILITY COMPANY

BRICKELL BAY REAL ESTATE FUND, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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TALLAHASSEE, FLORIDA

Brickell Bay Real Estate Fund, LLC

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name

The name of the Limited Liability Company is:

Brickell Bay Real Estate Fund, LLC

ARTICLE II - Address

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

1000 Brickell Avenue, Suite 920
Miami, Florida 33131

ARTICLE III - Duration

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

ARTICLE IV - Management

The Limited Liability Company shall be a manager-managed company.

ARTICLE V - Registered Agent and Office

The name of the initial registered agent of the Limited Liability Company is:

Stephen L. Perrone
1000 Brickell Avenue, Suite 920
Miami, Florida 33131

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ARTICLE VI - Members Rights to Continue Business

The remaining members of this Limited Liability Company have the right to continue the business of the Limited Liability Company upon 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.

ARTICLE VII - Effective Date

The Limited Liability Company's existence shall commence on February 27, 2001, which date is no more than five business days prior to the date of filing of these Articles of Organization.



Stephen L. Perrone, Member

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REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.


STEPHEN L. PERRONE
Registered Agent

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