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Florida Department of State

Division of Corporations

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From:

Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES

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LIMITED LIABILITY COMPANY

A & M FLORIDA PROPERTIES H, LLC

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 19, 2001

CORPORATE & CRIMINAL RESEARCH SERVICES

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**ARTICLES OF ORGANIZATION
OF
A & M FLORIDA PROPERTIES II, LLC**

ARTICLE I - Name

The name of the Limited Liability Company is **A & M FLORIDA PROPERTIES II, LLC** (the "Company").

ARTICLE II - Address

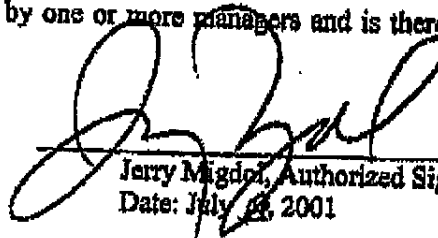
The mailing address and street address of the principal office of the Company is c/o GFI Management Services, Inc., 50 Broadway, 5th Floor, New York, New York 10004.

ARTICLE III - Registered Agent and Office

The street address of the Company's initial registered office is 11105 Southwest 200 Street, Miami, Florida 33157, and the name of its initial registered agent at such office is Jerry Migdol.

ARTICLE IV - Management

The Company is to be managed by one or more managers and is therefore a manager-managed company.



Jerry Migdol, Authorized Signor
Date: July 20, 2001

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Florida Statutes Chapter 608.

By: 
Jerry Migdol
Date: July 19, 2001

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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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