



LD100 0021227

ACCOUNT NO. : 072100000032

REFERENCE : 247858 4301772

AUTHORIZATION :

Patricia Pajoto

COST LIMIT : \$ 125.00

ORDER DATE : December 7, 2001

ORDER TIME : 9:27 AM

ORDER NO. : 247858-005

CUSTOMER NO: 4301772

400004715564-9

CUSTOMER: Ms. Natalie Koury
Pavia & Harcourt Llp

600 Madison Avenue
12th Floor
New York, NY 10022

DOMESTIC FILING

NAME: MAC BAL HARBOUR, LLC

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

TALLAHASSEE
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE

RECEIVED
07 DEC 10 AM 10:34

BB
12-10-01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 DEC 10 AM 10:53

APPROVED
AND
FILED

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

MAC BAL HARBOUR, LLC

ARTICLE II - Address:

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

85 Fifth Avenue, 6th Floor, New York, New York 10003

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

The name and the Florida street address of the registered agent are:

Corporation Service Company

 Name

1201 Hays Street

 Florida street address (P.O. Box **NOT** acceptable)

Tallahassee FL 32301

 City, State, and Zip

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.

Corporation Service Company
 BY: *Solores Burt*

 Registered Agent's Signature

Article IV - Management (Check box if applicable.)

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

(An additional article must be added if an effective date is requested)

Cynthia G. Fischer

 Signature of a member or an authorized representative of a member.

(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.)

Cynthia G. Fischer

 Typed or printed name of signee

Filing Fees:

- \$100.00 Filing Fee for Articles of Organization
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)

01 DEC 10 AM 10:54
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

APPROVED
 AND
 FILED