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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. BE 22 Terrace, LLC  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. Effective Date  
(Corporation Name) (Document #)

4. 10-4-02  
(Corporation Name) (Document #)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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AND  
FILED

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☐ Pick up time \_\_\_\_\_

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☐ Will wait

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☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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JB  
10-7-02

**ARTICLES OF ORGANIZATION  
OF  
BE 22 TERRACE, LLC**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

**ARTICLE I  
NAME**

The name of this limited liability company is BE 22 TERRACE, LLC (the "Company").

**ARTICLE II  
MAILING ADDRESS AND STREET ADDRESS**

The Company's mailing address is c/o 701 Brickell Avenue, Suite 2500, Miami, Florida 33131.

**ARTICLE III  
DATE OF EXISTENCE OF THE COMPANY**

The effective date of existence of this Company shall be October 4, 2002.

**ARTICLE IV  
DURATION**

The Company shall exist from the date of filing these Articles with the Department of State until the occurrence of any of the events specified in Florida Statutes Section 608.441 or in the Operating Agreement of the Company.

**ARTICLE V  
MEMBERS**

The following are the initial Members of the Company:

Cardinal Development Corp.  
701 Brickell Avenue  
Suite 2500  
Miami, FL 33131

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EJN INVESTORS, LLC  
701 Brickell Avenue  
Suite 2525  
Miami, FL 33131

**ARTICLE VI**  
**ADDITIONAL MEMBERS**

The Members shall have the right to admit additional members upon the consent of each Member to the admission of the additional Members and to the terms of admission.

**ARTICLE VII**  
**TERMINATION OF MEMBERSHIP**


If a Member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Members may, by unanimous written agreement, continue the business of the Company.

**ARTICLE VIII**  
**REGULATIONS**

The Members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company (the "Operating Agreement").

IN WITNESS WHEREOF, the undersigned Members have executed these Articles of Organization on the 4<sup>th</sup> day of October, 2002.

CARDINAL DEVELOPMENT CORP.  
a New York corporation  
Member

By:   
Name: MAURICE ANDIN  
Its: PRESIDENT

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EJN INVESTORS, LLC  
a Florida limited liability company

By: Barbara Friedlander  
Name: Barbara Friedlander  
Its: 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.)

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**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 THE REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: BE 22 TERRACE, LLC.
2. The name and the Florida street address of the registered agent are:

Roger Friedbauer  
Suite 2500  
Miami, FL 33131

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.

By: \_\_\_\_\_

Name: Roger Friedbauer

Date: October 4, 2002

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