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LIMITED LIABILITY COMPANY**Shops on Fifth Avenue, LLC**

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**ARTICLES OF ORGANIZATION
OF
SHOPS ON FIFTH AVENUE, LLC**

The undersigned desiring to form a limited liability company pursuant to Chapter 608, *Florida Statutes*, hereby states as follows.

ARTICLE I - NAME

The name of this limited liability company (the "Company") is **SHOPS ON FIFTH AVENUE, LLC**.

ARTICLE II - PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the Company is 400 Alton Road, Suite 604, Miami Beach, FL 33139.

ARTICLE III - REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent for service of process in the state for this Company is Mark D. Shuman, Esq., GrayRobinson, P.A., 1800 West Hibiscus Boulevard, Suite 138, Melbourne, Florida 32901.

ARTICLE IV - EFFECTIVE DATE AND DURATION

The existence of the Company shall commence at 12:00 noon on January 2, 2004, and shall continue perpetually.

IN WITNESS WHEREOF, the undersigned executed these Articles of Organization this 3rd day of December, 2003.



MARK D. SHUMAN, a person authorized
unanimously by the members of the Company
to execute these Articles of Organization

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Section 608.415, *Florida Statutes*, the following is submitted in compliance with said Act:

FIRST, that **SHOPS ON FIFTH AVENUE, LLC**, desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Organization in the City of Miami Beach, County of Dade, State of Florida, has named **MARK D. SHUMAN, ESQ.**, 1800 West Hibiscus Boulevard, Suite 138, Melbourne, Florida 32901 as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated limited liability company at the place designated in this certificate, I am familiar with the obligations of a registered agent under Chapter 608, *Florida Statutes*, and I hereby accept to act in this capacity and agree to comply with the provisions of said Chapter relative to keeping open said office.



MARK D. SHUMAN, ESQ.