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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : GM FINANCIAL GROUP, INC.
Account Number : I19980000102
Phone : (954) 428-8899
Fax Number : (954) 428-6699

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04 MAR 16 PM 4: 09

RECEIVED

LIMITED LIABILITY COMPANY

CF 3 Florida, L.L.C.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$125.00

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2/12/04



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 15, 2004

GM FINANCIAL GROUP, INC.

SUBJECT: CF 3 FLORIDA, L.L.C.
REF: W04000010294

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The designation of the registered agent must be at a Florida street address.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley
Document Specialist

FAX Aud. #: E04000054303
Letter Number: 004A00017024

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Articles of Organization
of

CF 3 Florida, L.L.C.

a Florida limited liability company

The undersigned organizer(s) for the purpose of forming a Limited Liability Company under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be:

CF 3 Florida, L.L.C.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of the limited liability company shall be:

29 Boland Drive
West orange, NJ 07052

Filer:
GM Financial Group, Inc.
c/o Jaime Beard
1191 E. Newport Center Drive
Suite 103
Deerfield Beach, FL 33442
(954)428-8899
(954)428-6699 Fax

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ARTICLE III – Registered Agent

The name and address of registered agent is:

Charles Feldman
1191 E Newport Center Drive
Suite #103
Deerfield Beach, FL 33442

Having been named as registered agent and to accept service of process for the above 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.

ARTICLE IV – Name and Address of Manager

Title: _____ Name and Address:

"MGR" Charles Feldman
29 Boland Drive
West Orange, NJ 07052

ARTICLE V - AMENDMENTS

The limited liability company reserves the right to amend, alter, change, or repeal any provision in these Articles of Organization, or in any amendment hereto, or to add a provision to these Articles of Organization or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State Florida, and all rights conferred upon manager(s) in these Articles or any amendment hereto

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are granted subject to this reservation.

ARTICLE VI - PURPOSES

Business Purpose: Real Estate Investment

ARTICLE VI - POWERS OF LIMITED LIABILITY COMPANY

The Limited Liability Company shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Organization.

ARTICLE VII - TERM OF EXISTENCE

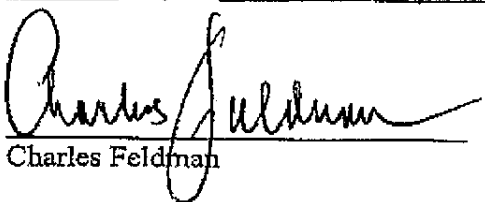
This limited liability company shall have perpetual existence.

ARTICLE VII - EFFECTIVE DATE

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

THE UNDERSIGNED Manager, for the purpose of forming a limited liability company under the laws of the State of Florida, has executed these Articles of Organization on this

12 day of March, 2004.


Charles Feldman

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 608.407, Florida Statutes, the undersigned limited liability company organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

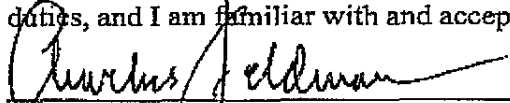
1. The name of the Limited Liability Company is:

CF 3 Florida, L.L.C.

2. The registered agent and office is:

Charles Feldman
1191 E Newport Center Drive
Suite #103
Deerfield Beach, FL 33442

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 accepted 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.


Charles Feldman

March 12, 2004
Date

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