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Florida Department of State  
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## LIMITED LIABILITY COMPANY

BRICKELL BAYSHORE III LLC

Certificate of Status	0
Certified Copy	1
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Estimated Charge	\$155.00

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**ARTICLES OF ORGANIZATION  
OF  
BRICKELL BAYSHORE III LLC**

**ARTICLE I - Name**

The name of the Limited Liability Company is **BRICKELL BAYSHORE III LLC** (the "Company").

**ARTICLE II - Address**

The mailing address and street address of the principal office of the Company is 550 Biltmore Way, Suite 1210, Coral Gables, FL 33134.

**ARTICLE III - Registered Agent and Office**

The name and Florida street address of the initial registered agent are CORPDIRECT AGENTS, INC., 103 N. Meridian Street, Tallahassee, Florida 32301.

**ARTICLE IV - Management**

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

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. Dated this 23<sup>rd</sup> day of March, 2004.

CORPDIRECT AGENTS, INC.

By: Patrick J. Asst. Sec.  
Its Agent: Patrick J. Asst. Sec.  
Authorized Representative of a Member

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**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 his duties, and is familiar with and accepts the obligations of its position as registered agent.

CORPDIRECT AGENTS, INC.

Dated: March <sup>23<sup>rd</sup></sup> 2004

By: Patricia Tadlock, Asst Sec  
Its Agent: Patricia Tadlock

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