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Fax Number : (850)205-0383

From:

Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
Account Number : 110450000714
Phone : (850)222-1173
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0150.24730

LIMITED LIABILITY COMPANY

BRICKELL BAYSHORE III LLC

Certificate of Status	0
Certified Copy	1
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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 23rd 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 ^{23rd} 2004

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

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