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: STRARMS WEAVER MILLER, ET AL. : 075077002504 : (385)789-2200 Account Name

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LIMITED LIABILITY COMPANY

Freed Real Estate Investments L.L.C.

Certificate of Status Certified Copy 92 Page Count Estimated Charge \$160,00

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ARTICLES OF ORGANIZATION OF

FREED REAL ESTATE INVESTMENTS L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes (1995) Chapter 608, as amended, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE 1

NAME

The name of the Limited Liability Company is FREED REAL ESTATE INVESTMENTS L.L.C. (the "Company").

ARTICLE II ADDRESS

The initial mailing address and street address of the principal office of the Company is:

Suite 2200 150 West Flagler Street Miami, Fl. 33130

ARTICLE III

DURATION

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV

REGISTERED OFFICE AND AGENT AND ADDRESS

The name and street address of the registered agent of the Company in the State of Florida

is:

<u>Name</u>

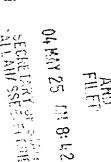
Address

Owen S. Freed

2200 Museum Tower 150 West Flagler Street Miami, Florida, 33130

Filed by J. Gerstenfeld, Corp. Legal Asst. steams Worver Miller Weiselber, et al. 150 West Flagler Street, Suite 2200 Miami, Florida 3.3 (200 T; 105-78-3545/F; 305-789-3395

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FREED REAL ESTATE INVESTMENTS L.L.C. ARTICLE V AMENDMENTS

The Articles of Organization of this limited liability company may only be amended by the majority vote of the members. No member shall be obliged to contribute additional capital to the Company unless such obligation is approved and required by a majority vote of the members.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles of Organization at Miami-Dade County, Florida for the foregoing uses and purposes this 24th day of May, 2004.

OWEN FREED

Organizer

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for FREED REAL ESTATE INVESTMENTS L.L.C. 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.

Owen S. Freed, Registered Agent