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(Requestor's Name)

FROM: (PLEASE PRINT) PHONE (305) 725-9790

David Phillips  
1800 Sunset Hb Dr. #1410  
Miami Beach, FL 33139

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

(Business Entity Name)

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CORPORATIONS  
TALLAHASSEE, FLORIDA

J. BRYAN SEP - 3 2004

**ARTICLES OF ORGANIZATION**

**OF**

**1567 Meridian Partners, LLC**

**ARTICLE I  
NAME & ADDRESS**

The name of this limited liability company is and shall continue to be 1567 Meridian Partners, I.L.C., referred to in these Articles of Organization as the "Company." The mailing address and principle place of business shall be c/o Margules Properties, Inc. 381 Park Avenue South, Suite 1420, New York, NY 10016

**ARTICLE II  
REGISTERED OFFICE AND AGENT**

The registered office of the Company is 1800 Sunset Harbour Drive, unit 1410, Miami Beach, Florida 33139. The Company's registered agent is David Philips, Esq., whose office is located at 1800 Sunset Harbour Drive, suite 1410, Miami Beach, Florida 33139.

**ARTICLE III  
DURATION**

The term of existence of this Company commenced upon the filing of the Articles of Organization with the Florida Department of State, and this Company shall exist perpetually thereafter unless sooner dissolved according to these Articles of Organization or by law.

**ARTICLE IV  
ORGANIZER**

The organizer of the Company is David Philips, natural person at least eighteen (18) years old.

**ARTICLE V  
PURPOSE AND POWERS**

This Company is formed for the following purposes and shall have the following powers:

1. To engage in any lawful business purpose and to own, lease and/or operate an office for that purpose.
2. To own real and personal property, to enter into contracts and agreements necessary or appropriate in the pursuit of such lawful business.
3. To do everything necessary, proper or convenient for the accomplishment of the purpose set forth herein, and to do every other act incidental thereto such is not forbidden under the law of the State of Florida or by the provisions of these Articles of Organization.

**ARTICLE VI  
MANAGER-MANAGED COMPANY**

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The Company shall be managed by a manager and shall be designated, appointed, elected, or replaced by vote or approval of a majority-in-interest of the member(s).

**ARTICLE VII**

**IDENTIFICATION OF MEMBERS**

The names and addresses of the members of the Company are:

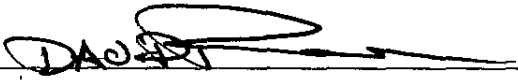
**General Manager**

Eric Margules  
381 Park Avenue South  
Suite 1420  
New York, NY 10016

**General Manager:**

HOF- South Beach, LLC, a Florida Limited Liability Company  
c/o Newbridge Realty Capital/Hudson Realty Capital  
381 Park Avenue, Suite 428, New York NY 10016  
Attention: Richard Ortiz

Executed this 20 day of August, 2004  
BY:

  
\_\_\_\_\_  
Organizer

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**CERTIFICATE OF REGISTERED AGENT**


Pursuant to Florida law, the following is submitted, in compliance with said act:

That 1567 Mendian Partners LLC organized under the laws of the State of Florida, with its principle place of office indicated in its Articles of Incorporation, has named **David Philips, Esquire**, located at Prince, Philips & Associates, 1800 Sunset Harbour Drive, Suite 1410, Miami Beach, **Florida 33139**, County of Miami-Dade, as it agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, the undersigned hereby accepts and agrees to act in this capacity and agrees to comply with the provisions of the Act relative to keeping open said office.

Dated this 30th day of August, 2004.

  
\_\_\_\_\_  
David Philips, Esquire

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