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Division of Corporations

MELAND RUSSIN HELLIN

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From: Sabrina M. Soto

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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

S.B.M.I. III, LLC

Certificate of Status	0
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ARTICLES OF ORGANIZATION
OF

S.B.M.L. III, LLC

ARTICLE I - Name

The name of the company is S.B.M.L. III, LLC (the "Company").

ARTICLE II - Address

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

1737 Union Street
San Francisco, CA 94123

ARTICLE III - Initial Registered Office and Agent

The name of the initial registered agent of the Company and the street address of the registered office of this Company is:

Meland, Russin, Hellinger & Budwick, P.A.
3000 Wachovia Financial Center
200 South Biscayne Boulevard
Miami, Florida 33131

ARTICLE IV - Management

The business of the Company shall be managed by its Managers.

IN WITNESS WHEREOF, I have hereunto affixed my hand, as an authorized representative this limited liability company on this 4th day of October, 2004.

S.B.M.L. III, LLC

By: 

Mark S. Meland, as authorized
representative of members

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, 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:

S.B.M.I. III, LLC

- 2) The name and address of the registered agent and office is:

Meland, Russin, Hellinger & Budwick, P.A.
3000 Wachovia Financial Center
200 South Biscayne Boulevard
Miami, Florida 33131

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 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.

Meland, Russin, Hellinger & Budwick, P.A.

By: 

Mark S. Meland, President

10/4/04
Date

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