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Examiner's Initials

ARTICLES OF ORGANIZATION

FOR

ATLAS REALTY HOLDINGS II, LLC



ARTICLE I. - NAME:

The name of this Limited Liability Company ("Company") shall be:

ATLAS REALTY HOLDINGS II, LLC

ARTICLE II. - ADDRESS

The mailing address and street address of the principal office of the Company is: 7270 NW 12th Street, Suite 410, Miami, Florida 33126

ARTICLE III. - MANAGEMENT

The Company shall be a manager-managed limited company, and its manager or managers shall be appointed and serve in the manner provided in the Company's operating agreement.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Signature of a Member Representative

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 SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is: ATLAS REALTY HOLDINGS II, LLC
- 2. The name and the Florida street address of the registered agent are:

CORPDIRECT AGENTS, INC. 103 N MERIDIAN ST, LOWER LEVEL TALLAHASSEE, FL 32301

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 as provided for in Chapter 608, F.S.

PRINT NAME: Ed & Long

AKSt. Secretary