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CORPDIRECT AGENTS, INC. (formerly CCRS) 103 N. MERIDIAN STREET, LOWER LEVEL TALLAHASSER, FL 32301 222-1173 ALL SHOW OF THE PARTY OF THE PA FILING COVER SHEET ACCT. #FCA-14 **CONTACT:** KATIE WONSCH DATE: 11/19/04 **REF. #:** 0150.32059 CORP. NAME: A & M FLORIDA PROPERTIES III, LLC () ARTICLES OF INCORPORATION () ARTICLES OF AMENDMENT () ARTICLES OF DISSOLUTION () ANNUAL REPORT () TRADEMARK/SERVICE MARK () FICTITIOUS NAME () FOREIGN QUALIFICATION () LIMITED PARTNERSHIP (XX) LIMITED LIABILITY () MERGER () WITHDRAWAL () REINSTATEMENT () CERTIFICATE OF CANCELLATION () OTHER: STATE FEES PREPAID WITH CHECK# $\frac{51376}{}$ FOR \$ 155.00 AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED: COST LIMIT: \$____ PLEASE RETURN: () PLAIN STAMPED COPY (XX) CERTIFIED COPY () CERTIFICATE OF GOOD STANDING () CERTIFICATE OF STATUS

Examiner's Initials

ARTICLES OF ORGANIZATION

OF

A & M FLORIDA PROPERTIES III, LLC

ARTICLE I - Name

The name of the Limited Liability Company is A & M Florida Properties III, LLC (the "Company")

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ARTICLE II - Address

The mailing address and street address of the principal office of the Company is c/o GFI Management Services, Inc., 50 Broadway, New York, NY 10004.

ARTICLE III - Registered Agent and Office

The street address of the Company's initial registered office is 103 North Meridian Street, Tallahassee, Florida 32301, and the name of its initial registered agent at such office is CorpDirect Agents, inc.

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 1/4 day of November, 2004.

Allen Gross, Authorized Signor

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, 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 its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Florida Statutes Chapter 608. Dated this 1944 day of November, 2004.

CORPDIRECT AGENTS, INC.

Registered Agent