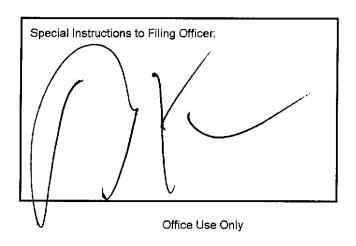
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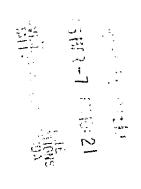
| (Requestor's Name) | | | |
|---|--|--|--|
| (Address) | | | |
| (Address) | | | |
| (City/State/Zip/Phone #) | | | |
| PICK-UP WAIT MAIL | | | |
| (Business Entity Name) | | | |
| | | | |
| (Document Number) | | | |
| Certified Copies Certificates of Status | | | |

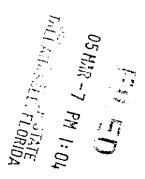




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UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue Tallahassee, Florida 32301 (850) 681-6528

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992259 March 7, 2005

| S | ERVICES | CORPORATION NAME (S) AND DOCUMENT | NUMBER (S): |
|-------|--|---|-------------|
| Alvar | ez and Marsal Real Estate Adv | sory Services of Florida, LLC | R |
| | Filing Evidence ⊠ Plain/Confirmation Co | Type of Document oy Certificate of Status | PHION |
| | □ Certified Copy | ☐ Certificate of Good Sta | unding |
| | | ☐ Articles Only | |
| | Retrieval Request Photocopy Certified Copy | ☐ All Charter Documents Articles & Amendmen ☐ Fictitious Name Certifi | ts |
| | | | |
| | NEW FILINGS | AMENDMENTS | |
| | Profit | Amendment | |
| | Non Profit | Resignation of RA Officer/Director | |
| x | Limited Liability | Change of Registered Agent | |
| ļ | Domestication | Dissolution/Withdrawal | |
| | Other | Merger | |
| | | | |
| | OTHER FILINGS | REGISTRATION/QUALIFICATION | |
| | Annual Reports | Foreign | |
| | Fictitious Name | Limited Liability | |
| | Name Reservation | Reinstatement | |
| | Reinstatement | Trademark | |

Other

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

OS MIRA TO PALLOU

ARTICLE I - Name:

The name of the Limited Liability Company is:

Alvarez and Marsal Real Estate Advisory Services of Florida, LLC

ARTICLE II - Address:

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

| Principal Office Address: | Mailing Address: | |
|------------------------------------|------------------------------------|--|
| c/o Chartwell Capital/Robert Stein | c/o Chartwell Capital/Robert Stein | |
| 1 Independent Drive, Suite 3120 | 1 Independent Drive, Suite 3120 | |
| Jacksonville, Florida 32202 | Jacksonville, Florida 32202 | |
| | | |

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

| NRAI Services, Inc. | |
|-----------------------|---------------------------------------|
| | Name |
| 2731 Executive Park D | rive, Suite 4 |
| Florida street add | ress (P.O. Box <u>NOT</u> acceptable) |
| Weston | FLORIDA 33331 |
| City | , State, and Zip |

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, Florida Statutes..

Registered Agent's Signature

Page 1 of 2 (CONTINUED)

ARTICLE IV- Manager(s) or Managing Member(s):
The name and address of each Manager or Managing Member is as follows:

| Title: | Name and Address: |
|---|---|
| "MGR" = Manager "MGRM" = Managing Member | |
| MGRM | FLIS Ventures LLC c/o Chartwell Capital, 1 Independent Dr., St. 3120 Jacksonville, FL 32202 |
| MGRM | Alvarez and Marsal Real Estate Advisory Service c/o Chartwell Capital, 1 Independent Dr., St. 3120 Jacksonville, FL 32202 |
| | |
| (Use attachment if necessary) | |
| NOTE: An additional article must be | be added if an effective date is requested. |
| REQUIRED SIGNATURE: Signature of a member or an | authorized representative of a member. |
| (In accordance with section 60 of this document constitutes at that the facts stated herein are | 08.408(3), Florida Statutes, the execution affirmation under the penalties of perjury true.) |
| Steve Mastbaum, Authorize | ed Representative |

Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

Typed or printed name of signee