

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L05000023841
FILED 8:00 AM
March 09, 2005
Sec. Of State
dcushing

Article I

The name of the Limited Liability Company is:

PHOENIX-FHP MGR, LLC

Article II

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

101 N. CLEMATIS STREET
SUITE 503
WEST PALM BEACH, FL. 33401

The mailing address of the Limited Liability Company is:

101 N. CLEMATIS STREET
SUITE 503
WEST PALM BEACH, FL. 33401

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

PATRICK J DISALVO
1684 FLAGLER PARKWAY
WEST PALM BEACH, FL. 33411

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.

Registered Agent Signature: PATRICK DISALVO

Article V

The name and address of managing members/managers are:

Title: MGRM
PHOENIX REALTY HOLDINGS, LLC
101 N. CLEMATIS STREET SUITE 503
WEST PALM BEACH, FL. 33401

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Article VI

The effective date for this Limited Liability Company shall be:

03/09/2005

Signature of member or an authorized representative of a member

Signature: PATRICK DISALVO