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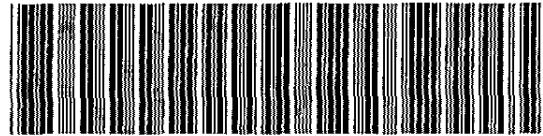
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 273274 5011958

AUTHORIZATION :

*Patricia Pizote*

COST LIMIT : \$ 155.00

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : March 23, 2005

ORDER TIME : 10:37 AM

ORDER NO. : 273274-005

CUSTOMER NO: 5011958

CUSTOMER: Ms. Sandra Rivera  
Greenspoon Marder Hirschfeld  
Rafkin Ross & Berger, P.a.  
Suite 500  
201 East Pine Street  
Orlando, FL 32801

DOMESTIC FILING

NAME: CONSOLIDATED CAPITAL FUNDING  
III, POLK, LLC

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Heather Chapman - EXT. 2908

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF ORGANIZATION FOR  
FLORIDA LIMITED LIABILITY COMPANY**

**FILED**  
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**ARTICLE 1- Name:**

The name of the Limited Liability Company is Consolidated Capital Funding III, Polk, LLC.

**ARTICLE II- Duration:**

The period of duration for the Limited Liability Company shall begin with the filing of these Articles with the Florida Department of State, and shall continue perpetually until dissolved.

**ARTICLE III- Address:**

The mailing address and street address of the principal office of the Limited Liability Company is 201 East Pine Street, Suite 500, Orlando, Florida 32801.

**ARTICLE IV-Registered Agent**

The name and address of the initial registered agent for this Limited Liability Company is N. Dwayne Gray, Jr., Esq., Greenspoon, Marder, Hirshfeld, Rafkin, Ross & Berger, P.A., 201 East Pine Street, Suite 500, Orlando, Florida 32801.

**ARTICLE V-Management**

The Limited Liability Company is to be managed by Managers and the name and addresses of the managers are:

- |    |   |    |   |
|----|---|----|---|
| 1. | Mark Zborowski<br>271 Madison Avenue, Suite 1400<br>New York, NY 10016  | 2. | George Heinlein<br>271 Madison Avenue, Suite 1400<br>New York, NY 10016 |
| 3. | Rosario Cassata<br>271 Madison Avenue, Suite 1400<br>New York, NY 10016 |    |   |

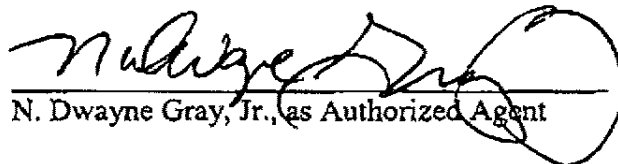
**ARTICLE VI- Admission of Additional Members:**

The members shall have the right to admit additional members upon the unanimous consent of all existing members.

**ARTICLE VII-Members' Right to Continue Business:**

The remaining members of the Limited Liability Company, upon unanimous consent, shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

Whereof, the undersigned has executed these Articles of Organization the 22<sup>nd</sup> day of March 2005.

  
N. Dwayne Gray, Jr., as Authorized Agent

**CERTIFICATION 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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Consolidated Capital Funding III, Polk, LLC

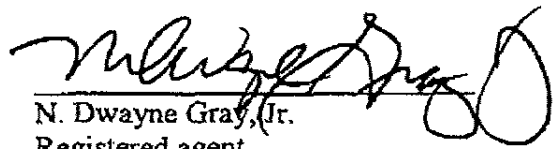
2. The name and address of the registered agent and office is:

N. Dwayne Gray, Jr., Esq.  
Greenspoon, Marder, Hirschfeld, Rafkin, Ross & Berger, P.A.  
201 East Pine Street, Suite 500  
Orlando, Florida 32801

By: 

N. Dwayne Gray, Jr., (as Authorized Agent for Manager)

Having been named as registered agent 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.

  
N. Dwayne Gray, Jr.  
Registered agent

March 22, 2005