

Division of Corporations

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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : FILINGS, INC.
Account Number : 072720000101
Phone : (850) 385-6735
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LIMITED LIABILITY COMPANY

ZACHMAT REALTY III, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION
OF
ZACHMAT REALTY III, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be ZACHMAT REALTY III, LLC ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is 3289 St. Annes Drive, Boca Raton, FL 33496.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual, unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE

The street address for the registered agent of the company in the State of Florida is 3289 St. Annes Drive, Boca Raton, FL 33496.

ARTICLE V -- REGISTERED AGENT

The name of the registered agent for the company in the State of Florida is GREGORY FILIPO.

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of

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the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by majority vote of all the remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the Managing Member of the company is ZACHMAT REALTY, LLC.

IN WITNESS WHEREOF, the undersigned organizer have made and subscribed these articles of organization at Hollywood Florida, on April 19, 2005.


GREGORY FILIPPO

ACCEPTANCE OF REGISTERED AGENT

I having been named to accept service of process for the above-referenced limited liability company at the place designated in the articles of organization, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 608.

Date: April 19, 2005.


Name: GREGORY FILIPPOSECRETARY OF STATE
TALLAHASSEE, FLORIDA

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