

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

L05000057847
FILED 8:00 AM
June 13, 2005
Sec. Of State
nculligan

Article I

The name of the Limited Liability Company is:

PHOENIX - LBV MGR, LLC

Article II

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

303 BANYAN BOULEVARD
SUITE 101
WEST PALM BEACH, FL. 33401

The mailing address of the Limited Liability Company is:

303 BANYAN BOULEVARD
SUITE 101
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
303 BANYAN BOULEVARD
SUITE 101
WEST PALM BEACH, FL. 33401

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 J. DISALVO

Article V

The name and address of managing members/managers are:

Title: MGRM
PHOENIX REALTY HOLDINGS, LLC
303 BANYAN BOULEVARD, SUITE 101
WEST PALM BEACH, FL. 33401

L05000057847
FILED 8:00 AM
June 13, 2005
Sec. Of State
nculligan

Article VI

The effective date for this Limited Liability Company shall be:

06/10/2005

Signature of member or an authorized representative of a member

Signature: PATRICK J. DISALVO