

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

L05000059567
FILED 8:00 AM
June 15, 2005
Sec. Of State
alunt

Article I

The name of the Limited Liability Company is:

HHH BISCAYNE FUND, LLC

Article II

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

1920 E. HALLANDALE BEACH BOULEVARD
SUITE 906
HALLANDALE, FL. 33009

The mailing address of the Limited Liability Company is:

1920 E. HALLANDALE BEACH BOULEVARD
SUITE 906
HALLANDALE, FL. 33009

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:

ARTHUR E LIPSON
1920 E. HALLANDALE BEACH BOULEVARD
SUITE 906
HALLANDALE, FL. 33009

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: ARTHUR E. LIPSON

Article V

The name and address of managing members/managers are:

Title: MGR
ARTHUR E LIPSON
1920 E. HALLANDALE BEACH BLVD., STE 906
HALLANDALE, FL. 33009

Title: MGR
HARRY H HAHAMOVITCH
6353 W ROGERS CIRCLE, SUITE 1
BOCA RATON, FL. 33487

Title: MGR
CHARLES POSTERNACK
3129 WESTMINSTER DRIVE
BOCA RATON, FL. 33496

Signature of member or an authorized representative of a member

Signature: ARTHUR E. LIPSON

L05000059567
FILED 8:00 AM
June 15, 2005
Sec. Of State
alunt