

Division of Corporations

**LD5000073185**

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**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION OF  
BSP/SUNNYSIDE, LLC**

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**FIRST:** The date of filing of the Articles of Organization was July 26, 2005 with the Secretary of State of the State of Florida under Document No. L05000073185.

**SECOND:** The limited liability company adopted the following further Amended and Restated Articles of Organization to be filed with the Florida Department of State pursuant to Section 608.411 of the Florida Limited Liability Company Act:

**ARTICLE I  
NAME**

The name of the limited liability company is BSP/SUNNYSIDE, LLC.

**ARTICLE II  
ADDRESS**

The mailing and street address of the principal office of the limited liability company is c/o BCOM Real Estate Fund, LLC, 1200 Brickell Avenue, Suite 1720, Miami, Florida 33131.

**ARTICLE III  
REGISTERED AGENT AND REGISTERED OFFICE**

The name and street address of the registered agent and registered office of the limited liability company is Aslan Palachi, 1200 Brickell Avenue, Suite 1720, Miami, Florida 33131.

**ARTICLE IV  
MANAGEMENT**

The limited liability company is to be member-managed. The sole member of the limited liability company is BCOM Real Estate Fund, LLC, a Florida limited liability company.

H08000228996 3

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Organization this 1 of October, 2008.

SOLE MEMBER:

BCOM REAL ESTATE FUND, L.L.C.,  
a Delaware limited liability company

By: BCOM Investment Manager, LLLP,  
a Florida limited liability limited partnership,  
its managing member

By: BCOM Manager GP, Inc.,  
a Florida corporation,  
its general partner

By: [Signature]  
Name: DENNY ST. RICHARD  
Title: VICE PRESIDENT

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