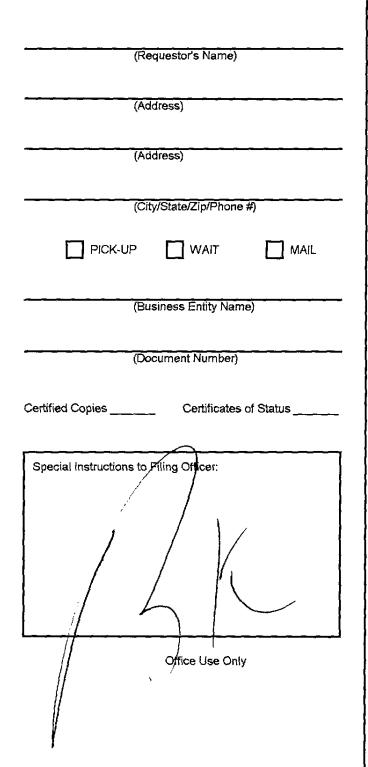
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R SERVICE COMPANY.	
ACCOUNT NO. : 072100000032	
REFERENCE: 639274 7366780	
AUTHORIZATION: Patricia Print	ا ا
COST LIMIT: \$ 130.00	1
COST LIMIT: \$ 130.00  ORDER DATE: October 6, 2005	•
ORDER TIME: 4:0 PM	
ORDER NO. : 639274-045	
CUSTOMER NO: 7366780	
DOMESTIC FILING  NAME: FIRST STATES INVESTORS 3123, LLC	-
EFFECTIVE DATE:  ARTICLES OF INCORPORATION	
CERTIFICATE OF LIMITED PARTNERSHIP  XX ARTICLES OF ORGANIZATION	
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:	
CERTIFIED COPY  XX PLAIN STAMPED COPY  XX CERTIFICATE OF GOOD STANDING	
CONTACT PERSON: Amanda Haddan - EXT. 2955	
EXAMINER'S INTITALS.	

# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

FI		FORGANIZATION FOR CLIABILITY COMPANY s:
ARTICLE I - Name: The name of the Limited	Liability Company i	s:
FIRST STATES INVESTO	RS 3123, LLC	37. 0
ARTICLE II - Address The mailing address and Principal Office Address	street address of the	principal office of the Limited Liability Company is:  Mailing Address:
	<u></u>	
1725 THE FAIRWAY		1725 THE FAIRWAY
JENKINTOWN, PA 19046		JENKINTOWN, PA 19046
The name and the Florid	a street address of the	
	oration Service C Nan	
Corp	Nan	uc
corp		
<del></del>	Hays Street	
<del></del>		P.O. Box NOT acceptable)
1201		P.O. Box NOT acceptable)  FLORIDA 32301

Havin 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 as provided for in Chapter 608, Florida Statutes..

> Carla Lohi Corporation Service Company Asst. Vice President Registered Agent's Signature

> > Page 1 of 2 (CONTINUED)

### ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:	Name and Address:
"MGR" = Manager	
"MGRM" = Managing Member	
-	
MANAGER	NICHOLAS S. SCHORSCH
	1725 THE FAIRWAY
	JENKINTOWN, PA 19046
ASST. MANAGER	GLENN BLUMENTHAL
	1725 THE FAIRWAY
	JENKINTOWN, PA 19046
ASST. MANAGER	EDWARD J. MATEY JR.
	1725 THE FAIRWAY
	JENKINTOWN, PA 19046
ASST. MANAGER	SONYA A. HUFFMAN
	1725 THE FAIRWAY
	JENKINTOWN, PA 19046
(Use attachment if necessary)	

NOTE: An additional article must be added if an effective date is requested.

REQUIRED SIGNATURE:

Signature of a member of an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

By: GLENN BLUMENTHAL, ASSISTANT MANAGER
Typed or printed name of signee

Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

## ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY (ADDENDUM)

### For FIRST STATES INVESTORS 3123, LLC

ARTICLE IV - Manager(s) or Managing Member(s) (continued):

ASST MGR

DAVID J. NETTINA 1725 THE FAIRWAY JENKINTOWN, PA 19046

GLENN BAJMENTHAL, ASSISTANT MANAGER