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☐ PICK-UP

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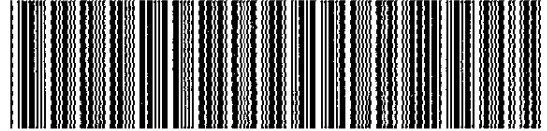
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 OCT 19 PM 4:04

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05 OCT 19 PM 12:39

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10/19/05

Capitol Services, Inc.

2750 Old St. Augustine Rd., N-145

Tallahassee, FL 32301 (850) 878-4734
Kathi or Brent

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. TOP-CR. Associates 80, LLC
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 10/19/05

☒ Certified Copy

☐ Mail Out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☒ Profit
☐ Not for Profit
☒ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

ARTICLES OF ORGANIZATION
OF
TOP-CR ASSOCIATES 80, L.L.C.

In compliance with the requirements of the Florida Limited Liability Company Act, Chapter 608, Florida Statutes (the "ACT"), the undersigned, for the purpose of organizing and forming a limited liability company, does hereby agree and certify as follows:

ARTICLE I - NAME

The name of the limited liability company shall be TOP-CR ASSOCIATES 80, L.L.C. (the "Company").

ARTICLE II - COMMENCEMENT OF EXISTENCE

This Company shall commence existence on the date these Articles of Organizations are accepted and filed with the Florida Department of State and shall continue until terminated in accordance with the Operating Agreement of the Company.

ARTICLE III - ADDRESS

The Company's principal street address and its mailing address are:

703 Waterford Way, Suite 800
Miami, Florida 33126-4677

ARTICLE IV - PURPOSE

The purpose for which the Company is being formed and organized is to engage in any and all activities and businesses permitted under the laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

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TALLAHASSEE, FLORIDA

ARTICLE V - REGISTERED AGENT AND OFFICE

The Company designates 703 Waterford Way, Suite 800, Miami, Florida 33126-4677, as the street address of the initial registered office of the Company, and Victor L. Stosik, the Company's initial registered agent, at that address to accept service of process within this state. The Company may change its registered agent or the location of the registered office, or both, from time to time without amendment to these Articles of Organization.

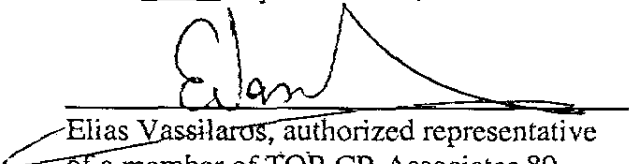
ARTICLE VI - OPERATING AGREEMENT

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulations and management of the business and affairs of the Company not inconsistent with these Articles of Organization or the Act.

ARTICLE VII - MANAGEMENT

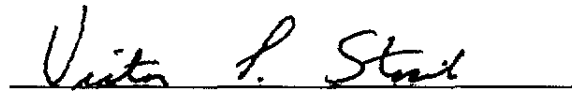
The Company shall initially be conducted, carried on and managed by two (2) Managers, who shall be elected annually by the Members of the Company in the manner prescribed by and provided in the Operating Agreement of the Company. Such Managers shall also have the rights and responsibilities described in the Operating Agreement.

IN WITNESS WHEREOF, the Undersigned Member does hereby make and file these Articles of Organization declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets its hand and seal this 18th day of October, 2005.


Elias Vassilaros, authorized representative
of a member of TOP-CR Associates 80,
L.L.C.

ACCEPTANCE OF REGISTERED AGENT

I agree to act as registered agent for the Company named above, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that I am familiar with, and accept, the obligations of such position.



Victor L. Stosik
Registered Agent

Date: October 18, 2005