

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

L05000119662
FILED 8:00 AM
December 15, 2005
Sec. Of State
gharvey

Article I

The name of the Limited Liability Company is:

NASSAU ASSETS LLC

Article II

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

701 EUCLID AVENUE
SUITE 304
MIAMI BEACH, FL. US 33139

The mailing address of the Limited Liability Company is:

16 EAST 34TH STREET
16TH FLOOR
NEW YORK, NY. US 10016

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:

JOEL GLUCK
701 EUCLID AVENUE
SUITE 304
MIAMI BEACH, FL. 33139

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: JOEL GLUCK

Signature of member or an authorized representative of a member

Signature: BERNARD SHAFRAN