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Florida Department of State  
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## From:

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DIVISION OF CORPORATION

 12/20

**LIMITED LIABILITY COMPANY**  
**MARTIN SILVER NY PROPERTY HOLDINGS LLC**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## ARTICLES OF ORGANIZATION

OF

## MARTIN SILVER NY PROPERTY HOLDINGS LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

## ARTICLE I -- NAME

The name of the limited liability company is MARTIN SILVER NY PROPERTY HOLDINGS LLC ("Company").

## ARTICLE II -- PURPOSE

The purpose of the company is to engage in any lawful business that may be engaged in by a limited liability company organized under the Act, as such business activities may be determined by the Member from time to time. The Company shall have the authority to do all things necessary or convenient to accomplish its purpose and operate its business.

## ARTICLE III -- ADDRESS

The mailing address and street address of the principal office of the Company is 400 S.E. 5th Ave, Unit N-906, Boca Raton, FL 33432.

## ARTICLE IV -- REGISTERED AGENT, REGISTERED OFFICE, AND AGENT'S SIGNATURE

The name and Florida street address of the registered agent of the Company are Fowler White Boggs Banker P.A. c/o A. Stephen Kotler, at 5811 Pelican Bay Boulevard, Suite 600, Naples, Florida 34108.

Pursuant to Chapter 608, Florida Limited Liability Company Act, Fowler White Boggs Banker P.A. hereby accepts the appointment as registered agent, agrees to act in that capacity, and agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties as registered agent, acknowledging hereby that it is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, F.S.

FOWLER WHITE BOGGS BANKER P.A.,  
(as Registered Agent)

By:

  
A. Stephen Kotler, Esquire

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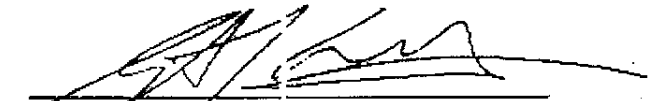
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#### ARTICLE IV - MANAGEMENT

The Company shall be managed by one or more managers and is, therefore, a manager-managed company. The name and the address of the initial manager of the Company is Martin Silver, 400 S.E. 5th Ave, Unit N-906, Boca Raton, FL 33432.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization at Naples, Florida, on this 19 day of December, 2005.

  
A. Stephen Kotler, Authorized Representative

(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.)

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