

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

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FILED 8:00 AM
March 10, 2006
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Article I

The name of the Limited Liability Company is:
SEIDEL & SHAW REALTY HOLDING, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
183 MADISON AVENUE
SUITE 204
NEW YORK, NY. 10016

The mailing address of the Limited Liability Company is:
183 MADISON AVENUE
SUITE 204
NEW YORK, NY. 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:
A1A REGISTERED AGENT INC.
92 SADBERRY ROAD
QUINCY, FL. 32351

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: A1A REGISTERED AGENT INC.

Article V

The name and address of managing members/managers are:

Title: MGRM
ALAN SEIDEL
183 MADISON AVENUE, SUITE 204
NEW YORK, NY. 10016

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Signature of member or an authorized representative of a member

Signature: ALAN SEIDEL