

APR. 11 2006 7:21AM

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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : FRANK, WEINBERG, BLACK, P.L.
Account Number : I20040000083
Phone : (954) 474-8000
Fax Number : (954) 474-9850

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

HHH - BAY 10, LLC

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NO. 904 P.2
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**ARTICLES OF ORGANIZATION
OF
HHH - BAY 10, LLC**

Under the Florida Limited Liability Company Act

ARTICLE I

NAME

The name of this limited liability company ("Company") is: HHH - BAY 10, LLC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The mailing address and street address of the principal office of the Company is: 2206 W. Atlantic Avenue, Suite 201, Delray Beach, Florida 33445.

ARTICLE III

INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the Company's initial registered agent in Florida is Steven W. Deutsch, Esq., c/o Frank, Wejnberg, & Black, P.L., 621 N.W. 63rd Street, Suite 420, Boca Raton, FL 33487.

ARTICLE IV

MANAGER(S) or MANAGING MEMBER(S)

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

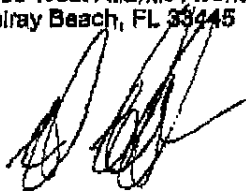
Name

Address

MGRM

Commercial Real Estate Lenders, Inc.
2206 West Atlantic Avenue, Suite 201
Delray Beach, FL 33445

Dated this 7th day of April, 2006



Harry H. Hahamovitch,
Authorized Representative

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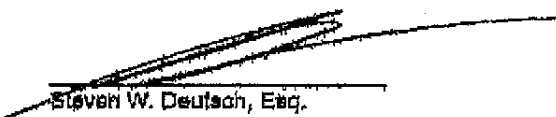
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 or 608.607, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida,

1. The name of the limited liability company is: HHH - BAY 10, LLC
2. The name and address of the registered agent and office is:

Steven Deutsch, Esquire
c/o Frank, Weinberg & Black, P.L.
821 N.W. 53rd Street, Suite 420
Boca Raton, FL 33487

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.


Steven W. Deutsch, Esq.

4/11/06
(Date)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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