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Division of Corporations

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Atlas Property III, LLC

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**ARTICLES OF ORGANIZATION  
OF**

**ATLAS PROPERTY III, LLC**

Pursuant to Section 608.407 of the Florida Statutes, the undersigned hereby files these Articles of Organization as follows:

**ARTICLE I - NAME**

The name of the Limited Liability Company is ATLAS PROPERTY III, LLC.

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is 355 Alhambra Circle, Suite 900, Coral Gables, Florida 33134.

**ARTICLE III - INITIAL REGISTERED AGENT**

The street address of the initial Registered Office of this Company in the State of Florida shall be c/o White & Case LLP, 200 S. Biscayne Boulevard, Suite 4900, Miami, Florida 33131. The name of the initial Registered Agent of this Company at the above address shall be K. Lawrence Gragg, Esq.

**ARTICLE IV - DURATION**

The period of duration for the Limited Liability Company is perpetual.

IN WITNESS WHEREOF, the undersigned authorized representative has hereunto set his hand and seal this 19<sup>th</sup> day of April, 2006.

  
Name K. Lawrence Gragg, Esq.  
Title: Authorized Agent

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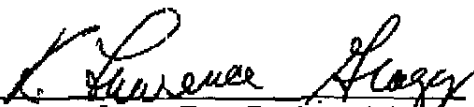
**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submits the following statement in designating the registered office/registered agent:

ATLAS PROPERTY III, LLC, desiring to organize as a limited liability company under the laws of the State of Florida has designated c/o White & Case LLP, 200 S. Biscayne Boulevard, Suite 4900, Miami, Florida 33131, and has named K. Lawrence Gragg, Esq. as the initial registered agent.

By:   
K. Lawrence Gragg, Esq., Authorized Agent

Having been named Registered Agent for the above stated limited liability company, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent as provided for in Section 608.415, Florida Statutes.

By:   
K. Lawrence Gragg, Esq., Registered Agent

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