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Florida Department of State  
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## To:

Division of Corporations  
Fax Number : (850) 205-0383

## From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

**FLORIDA/FOREIGN LIMITED LIABILITY CO.****MARKET STREET PROPERTIES PALM BEACH, LLC**

Certificate of Status	0
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ARTICLES OF ORGANIZATION  
FOR  
MARKET STREET PROPERTIES PALM BEACH, LLC

ARTICLE I - Name:

The name of the Limited Liability Company is:

MARKET STREET PROPERTIES PALM BEACH, LLC

ARTICLE II - Address:

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

164 SEMINOLE AVE.  
PALM BEACH, FL 33480

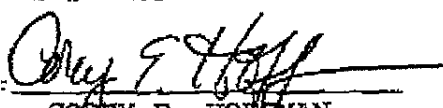
ARTICLE III - Registered Agent, Registered Office and Registered Agent's Signature:

Corey E. Hoffman, Esq.  
3250 Mary Street  
Suite 303  
Coconut Grove, FL 33133

Having been named as registered agent and to accept or 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 as provided for in Chapter 608, F.S..

COREY E. HOFFMAN

By:

  
COREY E. HOFFMAN  
Registered Agent

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TALLAHASSEE, FLORIDA

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## ARTICLE IV - ADMISSION ON NEW MEMBERS

Unless otherwise herein specified, no new Members shall be admitted to the Limited Liability Company during the period of its existence. New Members may be admitted pursuant to a vote of not less than 50% of the total existing ownership interests in the Limited Liability Company. No individual Member and/or Managing Member of the Limited Liability Company shall ever have the power to terminate or grant membership to any person.

## ARTICLE V - CONTINUATION AFTER VOLUNTARY TERMINATION

In the event of termination of the Limited Liability Company due to death, retirement, resignation, bankruptcy or dissolution of a Member or any other event which involuntarily terminates the Limited Liability Company, then in that event, the remaining and/or surviving Members shall be fully entitled to continue the business of the Limited Liability Company provided that 100% of the ownership interests then remaining shall have agreed to do so in writing.

(In accordance with section 606.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.)

T.J. FISHER, Member

CORY E. HOFFMAN, Registered Agent

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