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AUG-01-08 10:04AM

FROM-AKERMAN SENTERFITT EIDSON PA

18544635503

T-062 P.01/04 F-222

Florida Department of State
Division of Corporations
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Account Name : AKERMAN, SENTERFITT & EIDSON, P.A. (FT LAUDERDALE)
Account Number : 119980000010
Phone : (954)463-2700
Fax Number : (954)463-2224

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

OHIO AVENUE REALTY, LLC

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Certificate of Status	0
Certified Copy	1
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**ARTICLES OF ORGANIZATION
OF
OHIO AVENUE REALTY, LLC**

**ARTICLE I
NAME**

The name of the limited liability company (the "Company") is: Ohio Avenue Realty, LLC

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Company are:

c/o Morgan Property Group
401 E. Las Olas Blvd., Suite 1000
Fort Lauderdale, FL 33301

**ARTICLE III
INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the Company's initial registered agent are:

George A. Morgan, III
c/o Morgan Property Group
401 E. Las Olas Blvd., Suite 1000
Fort Lauderdale, FL 33301

**ARTICLE IV
MANAGEMENT**

The Company is to be managed by one or more managers and is, therefore, a manager-managed company. The initial Manager shall be Florida Property Investment Partners, Inc., 401 E. Las Olas Blvd., Suite 1000, Fort Lauderdale, Florida 33301.

**ARTICLE V
MEMBERS' RIGHTS TO CONTINUE BUSINESS**

The remaining members of the Company may, pursuant to the vote of members possessing a majority of membership interests in Company, continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization
this 1 day of August, 2006.


George A. Morgan, III

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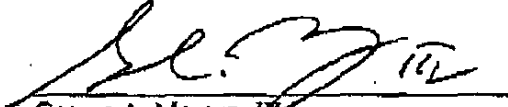
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**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent of **OHIO AVENUE REALTY, LLC**, a Florida limited liability company (the "Company"), in the Company's Articles of Organization:

Having been named as registered agent and to accept service of process for the Company at the registered office designated in the Company's Articles of Organization, the undersigned accepts the appointment as registered agent 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 its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 1 day of August, 2006.


George A. Morgan, III

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