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Division of Corporations

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

FOCUS Real Estate Advisors, LLC

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**ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY**

**ARTICLE I
NAME**

The name of the Limited Liability Company is:

FOCUS Real Estate Advisors, LLC

**ARTICLE II
ADDRESS**

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

1000 Ponce de Leon Boulevard, Suite 205
Coral Gables, Florida 33134

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TALLAHASSEE, FLORIDA

**ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE**

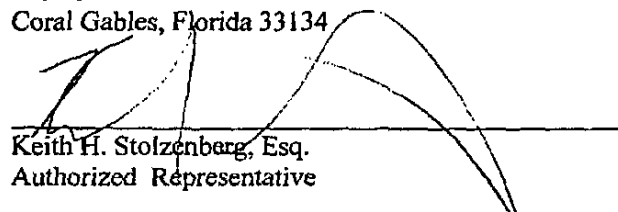
The name and street address of the registered agent is:

Keith H. Stolzenberg, Esq.
Rafferty, Stolzenberg, Gelles, Tenenholtz
& Flynn, P.A.
1401 Brickell Avenue, Suite 825
Miami, Florida 33131

**ARTICLE IV
MANAGEMENT**

The Limited Liability Company is to be managed by a manager or managers and is therefore, a manager-managed Company. The name and address of the initial Manager is as follows:

Craig Werley
1000 Ponce de Leon Boulevard
Suite 205
Coral Gables, Florida 33134



Keith H. Stolzenberg, Esq.
Authorized Representative

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
FOCUS Real Estate Advisors, LLC**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, 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:

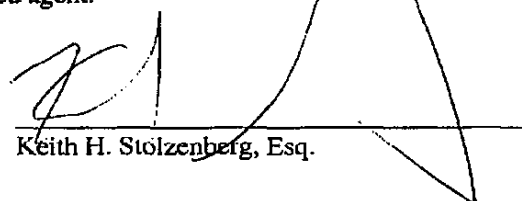
FOCUS Real Estate Advisors, LLC

- 2. The name and address of the registered agent and office is:

Keith H. Stolzenberg, Esq.
Rafferty, Stolzenberg, Gelles, Tenenholtz
& Flynn, P.A.
1401 Brickell Avenue, Suite 825
Miami, Florida 33131

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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.



Keith H. Stolzenberg, Esq.

Date: August 25, 2006.

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