

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L06000102091
FILED 8:00 AM
October 19, 2006
Sec. Of State
ncausseauX

Article I

The name of the Limited Liability Company is:
USA REAL ESTATE HOLDINGS THREE, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
2003 MCCOY RD.
SUITE A
ORLANDO, FL. US 32809

The mailing address of the Limited Liability Company is:
2003 MCCOY RD.
SUITE A
ORLANDO, FL. US 32809

Article III

The name and Florida street address of the registered agent is:
JONATHAN B ALPER
274 KIPLING COURT
HEATHROW, FL. 32746

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.

Registered Agent Signature: JONATHAN B. ALPER, ESQ.

Article IV

The name and address of managing members/managers are:

Title: MGR
MEHRDAD MEMARPOURI
2003 MCCOY ROAD, SUITE A
ORLANDO, FL. 32809 US

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Signature of member or an authorized representative of a member

Signature: MEHRDAD MEMARPOURI