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SECRETARY OF STAIL

LAW OFFICES

HAYDEN AND MILLIKEN, P.A. Celebrating Our Twenty-fifth Year

5915 PONCE DE LEON BOULEVARD SUITE 63 MIAMI, FLORIDA 33146-2435 USA TELEPHONE (305) 662-1523 FACSIMILE (305) 663-1358

Stephen C. Irick, Jr. Sirick@hayden-milliken.com direct dial (305) 779-8333

March 26, 2007

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4923 S. WEST SHORE BLVD. Tampa, Florida 33611 TELEPHONE (813) 254-5436 FAX (813) 354-5436 E-MAIL CKOEHLER@HAYDEN-MILLIKEN.COM

VIA FEDERAL EXPRESS

Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

RE:

PH 4770 Biscayne, LLC

Our Ref: 18223

Dear Sir or Madam:

Enclosed herewith, please find an original and one copy of the Articles of Organization for the above referenced entity. Please file the original and return the date stamped copy to me at your earliest convenience. Also, find enclosed a check in the amount of \$125.00 in payment of the filing fee.

Please do not hesitate to contact me if you have any questions or need additional information.

Very truly yours,

HAYDEN AND MILLIKEN, P.A.

Stephen C. Irick, Jr., Esq.

Enclosures

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ARTICLES OF ORGANIZATION

FOR

PH 4770 BISCAYNE, LLC

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statutes Chapter 608 entitled Florida Limited Liability Company Act, does hereby adopt the following articles of organization for such company:

- 1. **Name**. The name of the company shall be PH 4770 Biscayne, LLC (the "Company").
- 2. **Duration**. The Company shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.
- 3. Address. The mailing address and the street address of the principal office of the Company is:

4770 Biscayne Boulevard Penthouse A Miami, FL. 33137

4. Registered Agent and Office. The name and address of the negistered agent and office for the Company is as follows:

Stephen C. Irick, Jr., Esq. Hayden and Milliken, P.A. 5915 Ponce de Leon Boulevard Suite 63 Miami, Fl. 33146-2435

- 5. Admissions of Additional Members. The Company shall have the right to admit additional members pursuant to the terms and conditions of the Operating Agreement to be adopted by its members.
- 6. **Management of Company**. The Company shall be member-managed in accordance with the Operating Agreement adopted by the members.
- 7. Amendment of Articles of Organization. Any amendment to these articles of organization shall be in accordance with the Florida Statute Chapter 608 and shall be filed with the Florida Department of State.
- 8. **Operating Agreement of the Company**. The power to adopt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the members.

IN WITNESS THEREOF, the undesigned member has hereunto set his hand and seal this 26th day of March, 2007.

Stephen C. Irick, Jr., as Authorized Representative of a Member

ACCEPTANCE BY REGISTERED AGENT

I hereby accept appointment as registered agent of the company. Further, I acknowledge that I am familiar with and accept the obligations of that position.

Stephen C. Irick, Jr., Esq.

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