

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

L07000037925
FILED 8:00 AM
April 09, 2007
Sec. Of State
gharvey

Article I

The name of the Limited Liability Company is:

PHI TAX 97 LLC

Article II

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

18305 BISCAYNE BLVD.
SUITE 400
AVENTURA, FL. US 33160

The mailing address of the Limited Liability Company is:

C/O MLHM
PO BOX 102545
ATLANTA, GA. US 303682545

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

DEBORAH MARKS ESQ.
999 BRICKELL BAY DRIVE
SUITE 1809
MIAMI, FL. 33131

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: DEBORAH MARKS

Article V

The name and address of managing members/managers are:

Title: MGRM
JONATHAN POLITANO
18305 BISCAYNE BLVD.
AVENTURA, FL. 33160 US

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Article VI

The effective date for this Limited Liability Company shall be:

04/09/2007

Signature of member or an authorized representative of a member

Signature: DEBORAH MARKS