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STEARNS WEAVER MILLER

Division of Corporations

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

MB-Atlanta, LLC

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## ARTICLES OF ORGANIZATION

OF

## MB-ATLANTA, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, as amended, hereby makes, acknowledges and files the following Articles of Organization.

## ARTICLE I

NAME

The name of the limited liability company is MB-ATLANTA, LLC (the "Company").

## ARTICLE II

ADDRESS

The mailing address and street address of the principal office of the Company is c/o Butters Real Estate Funds, LLC, 6820 Lyons Technology Circle, Suite 100, Coconut Creek, Florida 33073.

## ARTICLE III

DURATION

The period of duration for the Company shall be perpetual.

## ARTICLE IV

REGISTERED OFFICE AND AGENT AND ADDRESS

The name and street address of the registered agent of the Company in the State of Florida are:

NameAddress

Jane A. Houk

150 West Flagler Street, Suite 2200  
Miami, Florida 33130

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization for the foregoing uses and purposes this 24<sup>th</sup> day of July 2007.

Jane A. Houk  
Jane A. Houk, Authorized Person

2007 JUL 24 AM 9:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### REGISTERED AGENT'S ACCEPTANCE

Having been named as registered agent and to accept service of process for MB-Atlanta, LLC at the place designated in this certificate, the undersigned hereby 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 her duties, and is familiar with and accepts the obligations of her position as registered agent as provided for in Chapter 608, Florida Statutes.

Dated: July 24<sup>th</sup>, 2007

Jane A. Houk  
Jane A. Houk, Registered Agent

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SLOAN, CO. INC.  
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