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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Southpoint Associates, LLC

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**ARTICLES OF ORGANIZATION
OF
SOUTHPOINT ASSOCIATES, LLC**

I, the undersigned authorized representative of the Member(s), hereby make, acknowledge and file these Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida.

ARTICLE I

NAME

The name of this limited liability company is:

SOUTHPOINT ASSOCIATES, LLC

ARTICLE II

ADDRESS

The principal address and mailing address of this limited liability company is:

c/o CC Realty Advisors
701 Technology Drive
Suite 210
Canonsburg, Pennsylvania 15317

ARTICLE III

DURATION

The period of duration for this limited liability company shall be perpetual.

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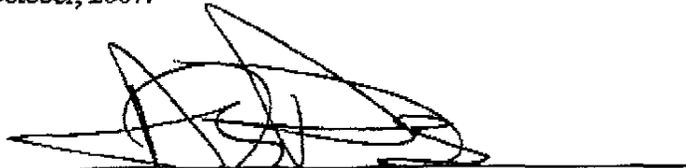
ARTICLE IV
MANAGEMENT

The powers of this limited liability company shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of its Manager and is, therefore, a manager-managed company.

ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS

The Member(s) shall have the right to admit additional members.

IN WITNESS WHEREOF, the undersigned authorized representative of the Member(s) has made and subscribed these Articles of Organization at West Palm Beach, Florida, for the uses and purposes aforesaid, this 15th day of October, 2007.



Alan I. Armour II,
Authorized Representative of the Member(s)

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

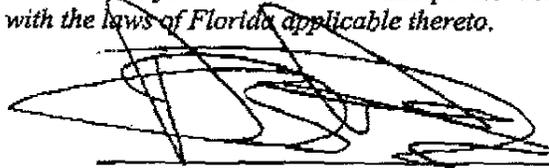
- 1. The name of the limited liability company is:

SOUTHPOINT ASSOCIATES, LLC

- 2. The name and the Florida street address of the registered agent and office are:

Alan I. Armour II, Esquire
c/o Nason, Yeager, Gerson, White & Lioce, P.A.
1645 Palm Beach Lakes Boulevard, Suite 1200
West Palm Beach, Florida 33401

Having been named as registered agent to accept service of process for the above-stated limited liability company, at the location designated herein, I hereby consent to and accept the appointment to act in this capacity, acknowledge that I am familiar with and accept the obligations of a registered agent and agree to comply with the laws of Florida applicable thereto.



Alan I. Armour II, Registered Agent

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