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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Hyperion Residence Management MB, LLC

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DATE: January 29, 2008

TO: Florida LLC Articles,
Division of Corporations

FIRM: Florida Department of
State

FAX NO: 850-617-6383

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FROM: Jason K. Lamberton, Paralegal

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1476

E-MAIL: jlamberton@gunster.com **FAX NO.:** (954) 888-2059

CLIENT NO: 29727.00002

4 PAGES INCLUDING COVER

MESSAGE:

Dear Sir or Madam:

Attached are the Articles of Organization for **HYPERION RESIDENCE MANAGEMENT MB, LLC**.

Please contact me if you have any questions.

Thank You.

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**ARTICLES OF ORGANIZATION
OF
HYPERION RESIDENCE MANAGEMENT MB, LLC**

The undersigned, for the purpose of forming a limited liability company under the laws of Florida, hereby adopts the following Articles of Organization in accordance with the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes:

Article I
Name

The name of the limited liability company is Hyperion Residence Management MB, LLC (the "Company").

Article II
Duration

This Company shall exist on the date of filing of these Articles with the Secretary of State of the State of Florida. The duration of the Company shall be perpetual.

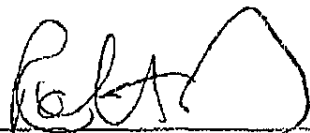
Article III
Nature of Business and Mailing & Street Address

This Company is organized for the purpose of transacting any or all lawful business. The mailing and street address of the Company's initial principal office is as follows: Hyperion Residence Management MB, LLC, 724 NE 2nd Avenue, Miami, Florida 33132.

Article IV
Initial Registered Office and Agent

The name of the initial registered agent of this Company is Elissa Gainsburg, Esq. and the street address of the initial registered office of this Company is 2 South Biscayne Blvd, Suite 2475, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned sole Member has executed these Articles the 29th day of January, 2008.



ROBERT VECSLER, Sole Member

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated in these Articles of Organization, 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 as provided for in Chapter 608, F.S.

Dated: January 29, 2008.


ELISSA GAINSBURG, ESQ.

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