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L. SELLERS

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MAY 30 2008

EXAMINER

From: Account Name : KLUGER, PERETZ, KAPLAN & BERLIN, P.L.
Account Number : I19990000171
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Agave Florida Properties, LLC

Certificate of Status	0
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May 29, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

KLUGER, PERETZ, KAPLAN & BERLIN, P.L.L.C.

SUBJECT: AGAVE FLORIDA PROPERTIES, LLC
REF: W08000026310

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please provide the CITY of the registered agent.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Leslie Sellers
Regulatory Specialist II

FAX Aud. #: H08000139481
Letter Number: 408A00033651

P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF ORGANIZATION
OF
AGAVE FLORIDA PROPERTIES, LLC

The undersigned, for the purpose of forming a limited liability company under the laws of Florida, hereby adopts the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be Agave Florida Properties, LLC (the "Company").

ARTICLE II - NATURE OF BUSINESS AND MAILING ADDRESS

The Company is organized for the purpose of transacting any or all lawful business. The mailing address and street address of the principal office of the Company shall be c/o Abelman Frayne & Schwab, 666 Third Avenue, 10th Floor, New York, NY 10017.

ARTICLE III - MANAGEMENT

The Company shall be member managed, unless otherwise determined by the Members. The number of managers (if any) shall be determined by the Members. The manager or managers shall be appointed by the Members and shall serve until the first annual meeting of the Members, or until his, her or its successor is elected and qualified.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of the Company is 201 South Biscayne Boulevard, Suite 1700, Miami, Florida 33131, and the name of the initial registered agent of the Company is Miami Center Registered Agents, LLC.

IN WITNESS WHEREOF, the undersigned, an authorized representative of the members, has executed these Articles of Organization on the 28th day of May 2008.



Dale S. Bergman, Authorized Representative

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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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 as provided for in Chapter 608, Florida Statutes.

MIAMI CENTER REGISTERED AGENTS, LLC
a Florida limited liability company



Dale S. Bergman
Vice President

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