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B. KOHR

JUN - 3 2008

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 595062 9534A

AUTHORIZATION :

COST LIMIT : \$ 135.00

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08 JUN -3 PM 3:05  
TALLAHASSEE, FLORIDA

ORDER DATE : June 3, 2008

ORDER TIME : 12:26 PM

ORDER NO. : 595062-005

CUSTOMER NO: 9534A

DOMESTIC FILING

NAME: M & C PROPERTY 35 INVESTMENT,  
LLC

EFFECTIVE DATE:

\_\_\_\_ ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Joyce Markley - EXT. 2930

EXAMINER'S INITIALS: \_\_\_\_\_

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION FOR  
M & C PROPERTY 35 INVESTMENT, LLC  
A Florida Limited Liability Company**

THE UNDERSIGNED, MORRIS ROBINSON, as Trustee of the MORRIS ROBINSON TRUST dated March 8, 1984, as restated May 30, 2003, and CHARLOTTE ROBINSON, as Trustee of the CHARLOTTE ROBINSON TRUST dated March 8, 1984, as restated July 8, 2003, being all of the members of M & C PROPERTY 35 INVESTMENT, LLC, a Florida limited liability company, do hereby execute these Articles of Organization and would state:

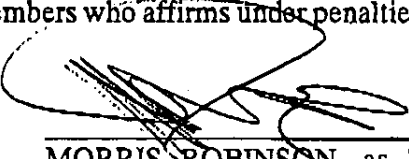
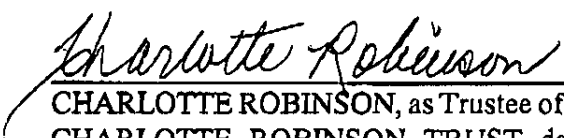
1. **Name:** The name of the limited liability company is M & C PROPERTY 35 INVESTMENT, LLC.
2. **Principal Office:** The mailing address and street address of the principal office of the limited liability company is 48 East Royal Palm Road, Boca Raton, Florida 33432.
3. **Registered Agent and Office:** The Registered Agent of the LLC shall be MORRIS ROBINSON. The office of the Registered Agent is 48 East Royal Palm Road, Boca Raton, Florida 33432. The signature of the Registered Agent accepting his appointment is provided below.
4. **Manager:** This is a manager (MGR) managed LLC. The MGR of the LLC is MORRIS ROBINSON. The address of the MGR is 48 East Royal Palm Road, Boca Raton, Florida 33432.
5. **Successor MGRs:** If MORRIS ROBINSON cannot continue to serve as the MGR, then his successor as MGR shall be CHARLOTTE ROBINSON. If CHARLOTTE ROBINSON cannot serve or continue to serve as MGR, then her successor as the MGR shall be HINDA A. BRAMNICK. If HINDA A. BRAMNICK cannot serve or continue to serve as the MGR, then her successor as Co-MGRs shall be ARNOLD BRAMNICK and PHYLLIS M. M. ROBINSON. If either ARNOLD BRAMNICK or PHYLLIS M. M. ROBINSON cannot serve or continue to serve as Co-MGR, then his or her successor as Co-MGR shall be HARRIET ROBINSON-ADAMSON. If HARRIET ROBINSON-ADAMSON or the other Co-MGR cannot serve or continue to serve as Co-MGR, then the other shall serve as the sole MGR.

An MGR cannot serve or continue to serve if the MGR is deceased, incapacitated as certified by a physician, adjudicated incapacitated, resigns in writing, or is removed by a court having jurisdiction.

If an operating agreement for the LLC is in effect, and has been signed by a majority of the members who are entitled to vote, then the MGR and successor MGRs may be changed by procedures contained in the operating agreement. However, no person who deals with the MGR shall be on notice of or shall inquire into any change of the MGR not described in this Section 5 unless said change is filed in Articles of Amendment to these Articles of Organization or is documented in the LLC annual report.

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. Executed this May 1, 2008.

EXECUTED this May 22, 2008 by the members who affirms under penalties of perjury that the facts stated herein are true.

  
MORRIS ROBINSON, as Trustee of the  
MORRIS ROBINSON TRUST dated March  
8, 1984, as restated May 30, 2003  
CHARLOTTE ROBINSON, as Trustee of the  
CHARLOTTE ROBINSON TRUST dated  
March 8, 1984, as restated July 8, 2003

#### ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, MORRIS ROBINSON, having been named as Registered Agent to accept service of process for the above stated limited liability company at the place designated in this certificate, does hereby accept his appointment as Registered Agent and agrees to act in this capacity. He further agrees to comply with the provisions of all statutes relating to the property and complete performance of his duties, and is familiar with and accepts the obligations of his position as Registered Agent as provided for in Chapter 608 Florida Statutes.

  
MORRIS ROBINSON - Registered Agent

ARTICLES OF ORGANIZATION FOR  
M & C PROPERTY 35 INVESTMENT, LLC

Page 2 of 2