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L. SELLERS

From:

Account Name : ADORNO & YOSS, PA
Account Number : 072100000120
Phone : (305) 860-7098
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JUN 17 2008

EXAMINER

FLORIDA/FOREIGN LIMITED LIABILITY CO.

BCRE Brickell Management, LLC

Certificate of Status	1
Certified Copy	1
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**ARTICLES OF ORGANIZATION
OF
BCRE BRICKELL MANAGEMENT, LLC**

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

**ARTICLE I
NAME**

The name of the limited liability company is BCRE Brickell Management, LLC (the "Company").

**ARTICLE II
MAILING AND STREET ADDRESS**

The mailing address and street address of the principal office of the Company shall be 1111 SW 1st Avenue, Suite 102, Miami, Florida 33130.

**ARTICLE III
REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent of the Company in the State of Florida is Fernando Garcia, Adorno & Yoss LLP, 2525 Ponce de Leon Boulevard, Suite 400, Coral Gables, Florida 33134.

**ARTICLE IV
MANAGEMENT**

The Company shall be a manager-managed limited liability company. The initial manager of the Company shall be Shlomo Weintraub.

**ARTICLE V
DURATION**

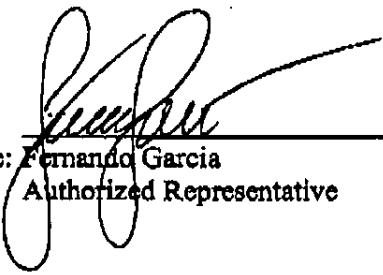
The Company shall commence its existence on the date that the Articles are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved.

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IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Organization on this 16th day of June, 2008.

By: 
Name: Fernando Garcia
Authorized Representative

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of BCRE Brickell Management, LLC, as the Registered Agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all applicable Florida laws relating to the proper and complete performance of my duties, and is familiar with and accepts the obligations of the position as Registered Agent.


Fernando Garcia

Dated: June 16, 2008

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