

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L09000018625
FILED 8:00 AM
February 25, 2009
Sec. Of State
mthomas

Article I

The name of the Limited Liability Company is:
GROUP THREE REAL ESTATE FUND LLC

Article II

The street address of the principal office of the Limited Liability Company is:
1111 PARK CENTRE BLVD
MIAMI GARDENS, FL. US 33169

The mailing address of the Limited Liability Company is:
1111 PARK CENTRE BLVD
MIAMI GARDENS, FL. US 33169

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
PB&A FINANCIAL SERVICES CORP
174 NE 96 ST
MIAMI, FL. 33138

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.

Registered Agent Signature: SANDRA PEREZ

Article V

The name and address of managing members/managers are:

Title: MGRM
NOEL EPELBOIM
1111 PARK CENTRE BLVD
MIAMI GARDENS, FL. 33169 US

Title: MGRM
ALEX FRIEDHEIM
1111 PARK CENTRE BLVD
MIAMI GARDENS, FL. 33169 US

Title: MGRM
RENE FRIEDHEIM
1111 PARK CENTRE BLVD
MIAMI GARDENS, FL. 33169 US

Article VI

The effective date for this Limited Liability Company shall be:

02/23/2009

Signature of member or an authorized representative of a member

Signature: SANDRA PEREZ

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