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Marci Shaffer Paralegal 350 East Las Olas Boulevard Sinte 1000 Fort Lauderdale, FL 33301 Telaphone (954) 525-99(0) Fax (964) 523 2872

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Marci Shaffer

BEUGER SINGERMAN

Marcia Sharrer
Paralegal
350 East Las Olas Boulevard
Suna 1000
Fort Lauderdale, FL 33301
Telephone (954) 575-99(1)
Fax (954) 573-2877

Direct Line (954) 717 5161 E-mail MShallanghacquesing arman com Beng Atton 11 authoritate - Wham Lakshessina power ledge: time 6-1487 6642

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ARTICLES OF ORGANIZATION OF ALL STAR REALTY VIII LLC (a Florida limited liability company)

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

ARTICLE I

The name of the limited liability company is All Star Realty VIII LLC (hereinafter, the "Company").

ARTICLE II MAILING AND PRINCIPAL ADDRESS

The mailing address and street address of the principal office of the Company is 2955 N. Powerline Road, Pompano Beach, Florida 33061.

ARTICLE III REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the Company's registered agent are Morris Staszower, 2955 N. Powerline Road, Pompano Beach, Florida 33061.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 2md day of September, 2009.

ALL STAR REALTY VIII LLC

Steven Garellek

Authorized Representative

2116819-1 2298690-1 SECRETARY OF STATE DIVISION OF CORPORATIONS

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Flaving been named as registered agent and to accept service of process for All Star Realty VIII LLC at the place designed in Article III of the Articles of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statues relating to the proper and complete performance of his duties; and is faintlifar with and accepts the obligations of the position as registered agent as provided for in Chapter 608, F.S.

Morris Stazzover

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