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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DENISE H. YAMAGIWA
LEGAL ASSISTANT
dyamagiwa@masudafunai.com
tel 312.245.7479
fax 312.245.7467

September 9, 2009

Florida Department of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Organization for Florida Limited Liability Company – Unit 142 Casa Ybel (51/52)
LLC

Dear Sir or Madam:

Enclosed for filing are the following:

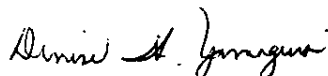
1. Cover Letter, in duplicate;
2. An executed original and copy of the Articles of Organization for Florida Limited Liability Company for Unit 142 Casa Ybel (51/52) LLC; and
3. Check in the amount of \$125 for the appropriate filing fee.

Please return a stamped filed copy and certified copy of the Articles of Organization to my attention. We have enclosed a stamped self-addressed envelope for your convenience.

If you have any questions with regard to this matter, please call the undersigned collect at 312-245-7479.

Sincerely,

MASUDA, FUNAI, EIFERT & MITCHELL, LTD.



Denise H. Yamagiwa
Legal Assistant

Enclosures
N:\SYS10\FORMS\FLSOS\lcArtOfOrg.doc

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: UNIT 142 CASA YBEL (51/52) LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Denise H. Yamagiwa, Legal Assistant

(Name of Person)

Masuda, Funai, Eifert & Mitchell, Ltd.

(Firm/Company)

203 North LaSalle Street, Suite 2500

(Address)

Chicago, Illinois 60601-1262

(City/State and Zip Code)

For further information concerning this matter, please call:

Denise H. Yamagiwa

(Name of Person)

at (312) 245-7479

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy
(additional copy is enclosed) ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy
(additional copy is enclosed)

Mailing Address

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

UNIT 142 CASA YBEL (51/52) LLC

(Must end with the words "Limited Liability Company, "L.L.C.," or "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

203 North LaSalle Street

Suite 2500

Chicago, Illinois 60601-1262

Mailing Address:

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

CT Corporation System

Name

1200 South Pine Island Road

Florida street address (P.O. Box **NOT** acceptable)

Plantation

FL 33324

City, State, and Zip

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, F.S..

CT Corporation System

BY: Laura Broderick

Registered Agent's Signature (REQUIRED)

Laura Broderick
Assistant Secretary

(CONTINUED)

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ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

Keith W. Groebe, MGR

203 North LaSalle Street

Suite 2500

Chicago, IL 60601-1262

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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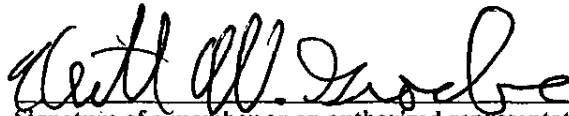
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(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____. (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(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.)

Keith W. Groebe, Manager

Typed or printed name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)