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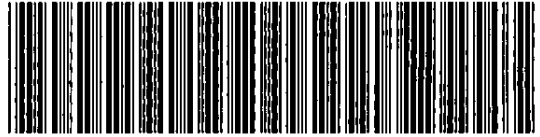
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N. O. Wilson DEC - 8 2009

MONTELLO & ASSOCIATES, P.A.
2750 N.E. 185th Street, Suite 306
Aventura, Florida 33180

Telephone: (305) 682-2000
Facsimile: (305) 682-3669

December 4, 2009

VIA FEDEX

Department of State
Division of Corporations
Limited Liability Company Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: SE DEVELOPMENT FUND LLC (the "Company")

Ladies and Gentlemen:

Enclosed please find two original sets of the Company's Articles of Organization along with a check in the amount of \$125.00 representing the filing fee. Please return the filed Articles of Organization to us. If you have any questions, please call us.

Sincerely,


Melaina D. Kiernan

Enclosures

**ARTICLES OF ORGANIZATION
OF
SE DEVELOPMENT FUND LLC**

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

**ARTICLE I
Name**

The name of the limited liability company is SE Development Fund LLC (hereinafter called the "Company").

**ARTICLE II
Principal Office**

The mailing address and the street address of the principal office of the Company is 2750 N.E. 185th Street, Suite 306, Aventura, Florida 33180.

**ARTICLE III
Initial Registered Office and Registered Agent**

The street address of the Company's initial registered office in the State of Florida is 2750 N.E. 185th Street, Suite 306, City of Aventura, County of Miami-Dade, and the name of its initial registered agent at such office is Louis R. Montello.

**ARTICLE IV
Restrictions on Membership and
Right to Continue After Withdrawal of a Member**

Members shall have the right to admit new members by the consent of the members owning a majority of the interests in the Company. Contributions required of new members shall be determined as of the time of admission to the Company. A member's interest in the Company may not be sold or otherwise transferred except with the consent of the members owning a majority of the interests in the Company. Upon the occurrence of any event that terminates the continued membership of a member in the Company, the remaining members shall have the right to continue the business upon consent of the members owning a majority of the interests in the Company.

**ARTICLE V
Management**

The Company is to be managed by managers, who shall serve as managers until the first annual meeting of members or until their successors are elected and qualified. The Company's initial manager and his address is:

Louis R. Montello
2750 N.E. 185th Street, Suite 306
Aventura, Florida 33180

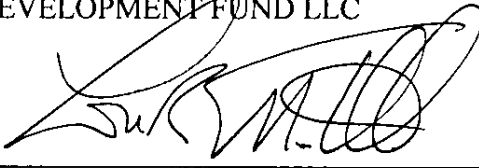
ARTICLE VI
Indemnification

The Company shall indemnify and shall advance expenses on behalf of its members and managers to the fullest extent not prohibited by any law in existence either now or hereafter.

The undersigned, being one of the original members of the Company, hereby certifies that the foregoing constitutes the Articles of Organization of SE Development Fund LLC.

Executed by the undersigned at Aventura, Florida, this 4th day of December, 2009.

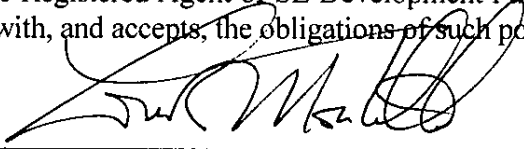
SE DEVELOPMENT FUND LLC

By: 
Louis R. Montello, As Authorized
Representative

ACCEPTANCE BY REGISTERED AGENT

The undersigned, having been named the Registered Agent of SE Development Fund LLC, hereby accepts such designation and is familiar with, and accepts, the obligations of such position.

December 4, 2009


Louis R. Montello,
Registered Agent

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