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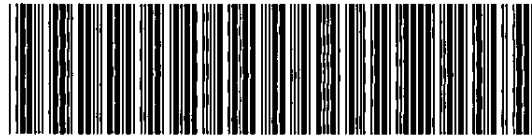
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B. KOHR

AUG - 6 2010

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 471329 7279384

AUTHORIZATION :

COST LIMIT : *Lyndee*

ORDER DATE : August 6, 2010

ORDER TIME : 8:52 AM

ORDER NO. : 471329-005

CUSTOMER NO: 7279384

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DOMESTIC FILING

NAME: PHOENIX TOWERS A-2A, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Doreen Wallace - EXT. 2928

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
PHOENIX TOWERS A-2A, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE 1: NAME

The name of the limited liability company shall be Phoenix Towers A-2A, LLC (the "Company").

ARTICLE 2: PURPOSE

The Company may engage in any lawful business.

ARTICLE 3: RESIDENT AGENT

The name and street address of the resident agent is Andrew Helgesen, 11380 Prosperity Farms Road, Suite 201, Palm Beach Gardens, FL 33410.

ARTICLE 4: PRINCIPAL OFFICE

The mailing address and the street address of its principal office is 11380 Prosperity Farms Road, Suite 201, Palm Beach Gardens, FL 33410.

ARTICLE 5: MANAGEMENT

The Company will be managed by one or more managers.

ARTICLE 6: DURATION

The Company shall exist for 90 years from the date of organization.

ARTICLE 7: POWERS

The Company shall have all the powers authorized by law or statute.

ARTICLE 8: MEMBER LIABILITY

Members shall not be personally liable for the debts, obligations, or liabilities of the Company.

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ARTICLE 9: ADDITIONAL MEMBERS

The Company may admit any additional members as set forth in the operating agreement for the company upon the member becoming a party to the operating agreement.

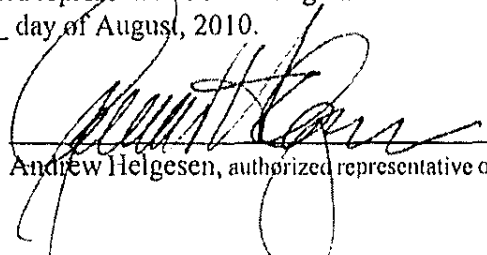
ARTICLE 10: AMENDMENT

The power to amend, alter or repeal these articles of organization shall be vested in the members. The articles of organization may be amended at any time and in any manner by the unanimous written consent of the members.

ARTICLE 11: CERTIFICATES

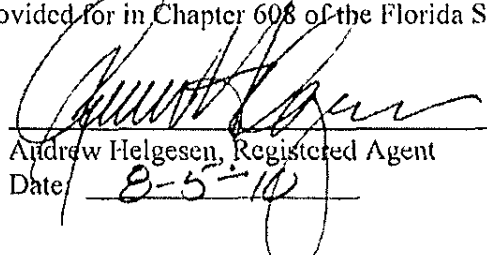
The Company has the authority and may (but shall not be required to) issue Certificates of Membership to each member evidencing that member's interest in the Company. Certificates of Membership, if issued, shall be signed by a manager of the Company.

Executed by the undersigned authorized representative of the original members of the LLC at Palm Beach Gardens, Florida, this 5 day of August, 2010.


Andrew Helgesen, authorized representative of the members

Acceptance by Registered Agent

The undersigned hereby accepts appointment as registered agent and is familiar with and accepts the obligations of that position as provided for in Chapter 608 of the Florida Statutes.


Andrew Helgesen, Registered Agent

Date 8-5-10