

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

L10000124227
FILED 8:00 AM
December 02, 2010
Sec. Of State
jbryan

Article I

The name of the Limited Liability Company is:

APPLE REI FUND, LLC

Article II

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

C/O ALAN POLIN, 3300 UNIVERSITY DRIVE
STE. 304
CORAL SPRINGS, FL. 33065

The mailing address of the Limited Liability Company is:

C/O ALAN POLIN, 3300 UNIVERSITY DRIVE
STE. 304
CORAL SPRINGS, FL. 33065

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS. THE LIMITED LIABILITY COMPANY
WILL ALSO INVEST IN REAL ESTATE, SELL, LEASE, ENCUMBER OR
OTHERWISE MANAGE REAL ESTATE.

Article IV

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

ALAN J. POLIN, P.A.
3300 UNIVERSITY DRIVE
STE. 304
CORAL SPRINGS, FL. 33065

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: ALAN J. POLIN, PRESIDENT

Article V

The name and address of managing members/managers are:

Title: MGRM
ALAN J POLIN
C/O POLIN & ASSOCIATES, 3300 UNIVERSITY DR
CORAL SPRINGS, FL. 33065 US

Title: MGRM
ERIC NATHANSON
C/O POLIN & ASSOCIATES, 3300 UNIVERSITY DR
CORAL SPRINGS, FL. 33065 US

Title: MGRM
PHILIP CUCCI
C/O POLIN & ASSOCIATES, 3300 UNIVERSITY DR
CORAL SPRINGS, FL. 33065 US

Article VI

The effective date for this Limited Liability Company shall be:

12/03/2010

Signature of member or an authorized representative of a member

Signature: ALAN J. POLIN

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