P. 001 JUN-16-2011 THU 02:4 Division of Corp Page 1 of 1 Florida Department of State Division of Corporations Electronic Filing Cover Sheet Note: Please print this page and use It as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document. (((H110001522203))) H110001522203ABCO Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet. To:

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THE RESIDENCES AT SOUTH BEACHU #0418 P.002/005

Audit No. H11000152220 3

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE L Name

The name of the Limited Liability Company is:

MICHIGAN AVENUE EQUITIES, LLC

ARTICLE IL - Address

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

c/o Residences at South Beach 800 Washington Avenue, Suite 112 Miami Beach, Florida 33139

ARTICLE III. – Registered Agent, Registered Office, & Registered Agent's Signature:

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

Andrew A. Fischer c/o Residences at South Beach 800 Washington Avenue, Suite 112 Miami Beach, Florida 33139

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.

REGISTERE By:

Andrew A. Fischer

Audit No. H1 1000152220 3 This instrument was prepared by: Kutz, Barron, Squitero, Paust, Priedberg, Grady, English & Allen, P.A. 2699 S. Bayshore Drive, 7th Floor Miami, Florida 33133 (305) 856-2444

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ARTICLE IV. - Management:

Management in the limited liability company shall be vested in its managers and is therefore a manager-managed company. The name and address of the manager who is to serve as the initial manager is:

Andrew A. Fischer c/o Residences at South Beach 800 Washington Avenue, Suite 112 Mignif Beach, Florida 33139

₿y:

Andrew A. Fischer, a Member and signed in accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penaltics of perjury that the facts stated herein are true.

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Audit No. H11000152220 3 This instrument was propared by: Katz, Barron, Squitero, Faust, Friedberg, Grady, English & Allen, P.A. 2699 S. Bayshore Drive, 7th Floor Miami, Florida 33133 (305) 856-2444

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