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To: Division of Corporations
Fax Number : (850)617-6383

L. SELLERS

DEC 8 2011

From: Account Name : CORPORATE CREATIONS INTERNATIONAL, INC.
Account Number : 110432003053
Phone : (561)694-8107
Fax Number : (561)694-1639

EXAMINER

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

FLORIDA LIMITED LIABILITY CO.
COFE FUND 1 - PALM SPRINGS, LLC

Certificate of Status	1
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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
COFE FUND 1 – PALM SPRINGS, LLC

Article II. Address

The street and mailing address of the Company's initial principal office is:
COFE FUND 1 – PALM SPRINGS, LLC
1500 San Remo Avenue, Suite 145
Coral Gables FL 33146

Article III. Registered Agent

The name and street address of the Company's registered agent is:
COFE PROPERTIES, LLC
1500 San Remo Avenue, Suite 145
Coral Gables FL 33146

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Martinez-Esteve & Lopez-Castro
1500 San Remo Ave Ste 290
Coral Gables FL 33146
305-665-6335

Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

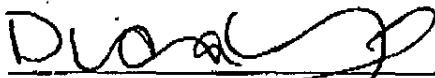
This will be a manager-managed company. The name and address of each manager is:

COFE PROPERTIES, LLC
1500 San Remo Avenue, Suite 145
Coral Gables FL 33146

Article VII. Company Existence

The Company's existence shall begin effective as of December 7, 2011.

The undersigned authorized representative of a member executed these Articles of Organization on 12/7/2011.



MARTINEZ-ESTEVE & LOPEZ-CASTRO

by Diana Urrego as attorney-in-fact

Martinez-Estevé & Lopez-Castro
1500 San Remo Ave Ste 290
Coral Gables FL 33146
305-665-6335

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

COFE FUND 1 – PALM SPRINGS, LLC

REGISTERED AGENT/OFFICE:

COFE PROPERTIES, LLC

1500 San Remo Avenue, Suite 145

Coral Gables FL 33146

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



COFE PROPERTIES, LLC

by Diana Urrego as attorney-in-fact

Date: December 7, 2011.

**Martinez-Esteve & Lopez-Castro
1500 San Remo Ave Ste 290
Coral Gables FL 33146
305-665-6335**