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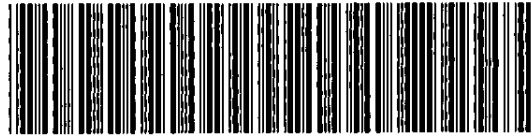
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 932906 4313442

AUTHORIZATION :

COST LIMIT : \$ 125.00

ORDER DATE : December 18, 2013

ORDER TIME : 9:45 AM

ORDER NO. : 932906-025

CUSTOMER NO: 4313442

FILED
2013 DEC 19 AM 10 22
JULIA A. HARRIS

DOMESTIC FILING

NAME: PHIPPS BOSTON 2 LLC

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX _____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 52956

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION
OF
PHIPPS BOSTON 2 LLC

The undersigned, being a member or duly authorized representative of a member, desiring to form a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I – NAME:

The name of the limited liability company is Phipps Boston 2 LLC (the “Company”).

ARTICLE II – ADDRESS:

The mailing address and street address of the principal office of the Company is:

c/o Bessemer Trust
Attn: Kristine Wexler
70 West Madison Street, Suite 4900
Chicago, IL 60602-4301

ARTICLE III – COMMENCEMENT OF EXISTENCE:

The Company’s existence begins on the date and at the time when these Articles of Organization are filed with the Florida Secretary of State.

ARTICLE IV – REGISTERED AGENT AND OFFICE:

The name and street address of the Company’s initial registered agent for service of process in the state is:

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

ARTICLE V - MANAGEMENT AND AUTHORITY:

The Company shall be a manager-managed company. No member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

2013 DEC 19 AM 15 22
FILED
CLERK OF THE COURT
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed this 18th day of December, 2013.

By: Colin S. Phipps
Colin Phipps, Member

FILED
2013 DEC 19 AM 10 22
CLERK OF DISTRICT COURT
ALACHUA COUNTY, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for the Company named above, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position.

Date: December 18, 2013

Corporation Service Company

By: Maria Long
Name: Maria Long
Title: Asst. Sec.