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FLORIDA LIMITED LIABILITY CO.
TOWNE HOLDINGS UPH-3, LLC

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**ARTICLES OF ORGANIZATION
OF
TOWNE HOLDINGS UPH-3, LLC**

The undersigned, being a duly authorized representative of the Member(s), desiring to form a limited liability company under and pursuant to the Revised Florida Limited Liability Company Act, Chapter 605, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company is TOWNE HOLDINGS UPH-3, LLC (the "Company").

ARTICLE II. ADDRESS

The principal and mailing address of the Company is 3400 SW 27th Avenue, #703, Coconut Grove, FL 33133.

ARTICLE III. REGISTERED AGENT AND OFFICE

The Company designates 701 Brickell Avenue, Suite 3300, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Kevin E. Packman as the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE IV. DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated in accordance with the Company's Operating Agreement or pursuant to the Revised Florida Limited Liability Act, as amended from time to time.

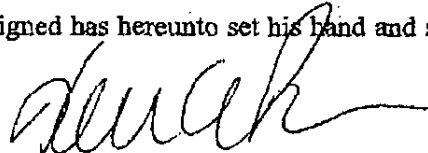
ARTICLE V. MANAGEMENT

The Company shall be conducted, carried on, and managed by its Manager. Therefore, it shall be a manager-managed Company. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company, if applicable. The Manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified. The name and address of the initial Manager of the Company is Charlotte Lorber, 3400 SW 27th Avenue, #703, Coconut Grove, FL 33133.

ARTICLE VI. PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida including activities within the United States and abroad.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 2nd day of April, 2014.



Kevin E. Packman, Authorized Representative

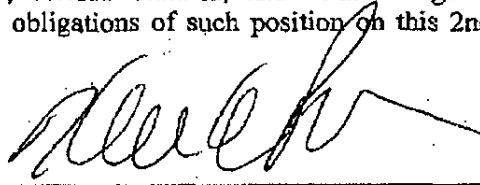
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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for TOWNE HOLDINGS UPH-3, LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 605, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 2nd day of April, 2014.



Kevin E. Packman

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