

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

L220001
FILED 8:
March 1,
Sec. Of s
smharris

Article I

The name of the Limited Liability Company is:

KHALFINE REAL ESTATE HOLDINGS, LLC

Article II

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

1520 ROYAL PALM SQ. BLVD.
320
FORT MYERS, FL. US 33919

The mailing address of the Limited Liability Company is:

1520 ROYAL PALM SQ. BLVD.
320
FORT MYERS, FL. US 33919

Article III

Other provisions, if any:

ANY AND ALL LAWFUL BUSINESS. TO COMPLETE A REVERSE
EXCHANGE PURSUANT TO IRC REVENUE PROCEDURE 2000-37.

Article IV

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

1031 REVERSE EXCHANGE COMPANY, LLC
1520 ROYAL PALM SQ. BLVD.
320
FORT MYERS, FL. 33919

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: THERESA KNOWER

Article V

L220001
FILED 8:
March 1,
Sec. Of S
smharris

The name and address of person(s) authorized to manage LLC:

Title: MGR
1031 REVERSE EXCHANGE COMPANY LLC
1520 ROYAL PALM SQ. BLVD. 320
FORT MYERS, FL. 33919 US

Signature of member or an authorized representative

Electronic Signature: THERESA KNOWER

I am the member or authorized representative submitting these Articles of Organization and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of the LLC and every year thereafter to maintain "active" status.