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CM

**LIMITED LIABILITY COMPANY**

**Alarcon Shopping Center L.L.C.**

|                       |          |
|-----------------------|----------|
| Certificate of Status | 1        |
| Certified Copy        | 1        |
| Page Count            | 04       |
| Estimated Charge      | \$346.25 |

ARTICLES OF ORGANIZATION

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FOR

*ALARCON SHOPPING CENTER L.L.C.*

ARTICLE I. - NAME:

The name of this Limited Liability Company ("Company") shall be:

*ALARCON SHOPPING CENTER L.L.C.*

ARTICLE II. - ADDRESS

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

*6019 Old Ocean Blvd.  
Ocean Ridge, FL 33435*

ARTICLE III. - DURATION

The period of duration for the Company shall be perpetual unless dissolved according to law.

ARTICLE IV. - MANAGEMENT

The Company is to be managed by its Managing Member:

*Yee Ling Hayden  
6019 Old Ocean Blvd.  
Ocean Ridge, FL 33435*

ARTICLE V. - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be determined by the holders of a majority of all of the Membership Interests.

Jodie Rozenzweig, Esq.  
Tew Cardenas Rebak Kellogg  
Lehman DeMarle & Tague, L.L.P.  
201 S. Biscayne Blvd., Suite 2600  
Miami, Florida 33131  
Florida Bar No. 081620

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ARTICLE VI. - MEMBERS RIGHTS TO CONTINUE BUSINESS

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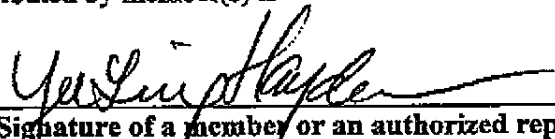
The right, if given, of the remaining members of the Company to continue the business of the Company under the Company's name on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continual membership of a member in the Company shall be determined by the holders of a majority of all of the Membership Interests.

ARTICLE VII - AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Alarcon Shopping Center L.L.C. certifies that:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by member Yee Ling Hayden is \$ 3,000.00
- 3) the agreed value of property other than cash contributed by member(s) is \$300,000.00  
(A description of the property is attached and made a part hereto.); and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$303,000.00

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Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Yee Ling Hayden  
Typed or printed name of signee

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: *ALARCON SHOPPING CENTER L.L.C.*
2. The name and the Florida street address of the registered agent are:

*RICHARD HAYDEN*

*6019 OLD OCEAN BLVD.*

*OCEAN RIDGE, FL 33435*

*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.*

  
SIGNATURE

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DESCRIPTION OF THE PROPERTY

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"EXHIBIT "A"

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PARCEL NO. 1:

Lot 4, ALARCON SHOPPING CENTER, according to Book 11 of Plats, page 84 and according to Amended Plat recorded in Book 12 of Plats, page 19, records of Yuma County, Arizona;

EXCEPT the West 23 feet thereof; and

FURTHER EXCEPT all uranium, thorium, or any other material which is or may be determined to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in Patent from United States of America.

PARCEL NO. 2:

A perpetual, mutual and non-exclusive easement for public and private use for the purpose of using, constructing, maintaining, repairing and improving underground lines for the transportation of water, natural gas, sewer, telephone, television and electricity over the East 8 feet of Lots 2 and 3, ALARCON SHOPPING CENTER, according to Book 11 of Plats, page 84 and according to Amended Plat recorded in Book 12 of Plats, page 19, records of Yuma County, Arizona, as created per instrument recorded in Docket 1695, page 866, records of Yuma County, Arizona.

"END OF EXHIBIT 'A' LEGAL"

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