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BISCAYNE BAY TOWER LLC.

MEMORANDUM

Date: November 11, 1999

To: Division of Corporation

From: Gisela Dacal

Re: Request to form a Florida Limited Liability Company

Enclosed please find the forms to form a Florida Limited Liability Company pursuant to Chapter 608, Florida Statutes for the following Companies:

Biscayne Bay Associates, LLC.

And

Biscayne Bay Partners, LLC.

Should you have any questions or problems registering any of the above, kindly contact our office at 305.866.4449.

Thank you for your assistance.

Sincerely,



Gisela Dacal
Registered Agent

g.bba.bbp.div.corp.11.11

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11-16-99

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Biscayne Bay Partners, LLC.

ARTICLE II - Address:

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

700 W 51 Street
Miami Beach, Florida 33140

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

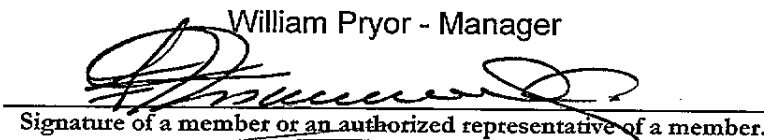
Gisela Dacal
700 W 51 Street
Miami Beach, Florida 33140

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 as provided for in Chapter 608, F.S..


Registered Agent's Signature

ARTICLE IV - Management (Check box if applicable.)

☒ The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

William Pryor - Manager

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

(In accordance with section 6708.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Frank Maldonado, Authorized Representative

Typed or printed name of signer

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