Filing Fee: \$150.00

ID Number: 1012



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island, 02903-1335

LIMITED LIABILITY COMPANY

ARTICLES OF ORGANIZATION

(To Be Filed In Duplicate)

Pursuant to the provisions of Chapter 7-16 of the General Laws, 1956, as amended, the following Articles of Organization are adopted for the limited liability company to be organized hereby:

The address of the limited liability company's resident ag	CIR III TRIOGO IDIGINO IO	
One Park Row, Suite 300	Providence	RI <u>02903</u>
(Street Address, not P.O. Box)	(City/Town)	(Zip Code)
and the name of the resident agent at such address is	Drew P. Kaplan	
and the hame of the resident again at all a decises in	(Name of	Agent)
(Check or	ne box only)	 .
\mathbf{X} a partnership <u>or</u> a corporation <u>or</u>	disregarded as an e	entity separate from its member
		<u> </u>
The address of the principal office of the limited liability of		the time of organization:
		the time of organization:
The address of the principal office of the limited liability of		the time of organization:

Form No. 400 Revised: 01/99

paragraph 6 of these Articles of Organization.

AUG 24 2001
By 45 #3
269885

б.	Additional provisions, if any, not inconsistent with law, which the members elect to have set forth in these Articles of Organization, including, but not limited to, any limitation of the purposes or duration for which the limited liability company is formed, and any other provision which may be included in an operating agreement:			
	None			
7.	The limited liability company is to be man	aged by:		
• •				
		(Check one box only)		
	its men	nbers or X by one (1) or more managers		
	its men	bets <u>of</u> by one (1) of more managers		
8.	If the limited liability company has managers at the time of filing these Articles of Organization, state the name and address of each manager:			
	Managar	Addrona		
	<u>Manager</u>	Address Address		
	Victor M. Andrade	49 Bellevue Avenue, Newport, Rhode Island 02840		
				
				
9.	The date these Articles of Organization a	re to become effective, if later than the date of filing, is:		
	Upon Filing			
	(not prior to, nor more	than 30 days after, the filing of these Articles of Organization)		
		Under penalty of perjury, I declare and affirm that I have examined these Articles of Organization, including any accompanying attachments, and that all statements contained herein are true and correct.		
D٠	te: August 24 , 2001	(Meta/M - Shoot		
Dά	nc	Signature of Authorized Person		

Victor M. Andrade

VMA GROUP PROPERTIES II, L.P. 49 Bellevue Avenue Newport, Rhode Island 02840

August 24, 2001

Office of the Secretary of State Corporations Division 100 North Main Street Providence, Rhode Island 02903

Re: VMA Group Properties, LLC

Dear Sir or Madam:

The undersigned hereby consents to the filing of Articles of Organization by the above-captioned limited liability company under the name VMA Group Properties, LLC.

Very truly yours,

VMA GROUP PROPERTIES II, L.P.