DOC ID ----> 6249_0029

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
04/15/98

CHARTER NUMBER: LL014721
ROLL AND FRAME: 6249-0029

06249-0029

CORPORATION:	DOCUMENT NUMBER	CODE	FEE
ALL REALTY III LTD.	98041414502	LCA	85.00
	98041414502	MIS	10.00

113532

RETURN TO: DALAD GROUP
ATTN J A BALOG
6200 ROCKSIDE WOODS BLVD
INDEPENDENCE OH 44131

TOTAL : 95.00

0595

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06249-0030

The State of Ohio

Bob Taft

Secretary of State

LL 14721

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: LCA MIS

of:

ALL REALTY III LTD.

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll 6249 at Frame 0031 of the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at Columbus, Ohio, this 14TH day of APRIL ,

A.D. 19 98 .

Bob Taft

Bob Taft
Secretary of State

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06249-0031

Prescribed by
Bob Taft, Secretary of State
30 East Broad Street, 14th Floor
Columbus, Ohio 43266-0418
Form LCA (July 1994)

Approved MEM
Date 4-14-98
Fee $85.00

980414 14502

ARTICLES OF ORGANIZATION

(Under Section 1705.04 of the Ohio Revised Code)
Limited Liability Company

The undersigned, desiring to form a limited liability company, under Chapter 1705 of the Ohio Revised Code, do hereby state the following:

FIRST: The name of said limited liability company shall be

All Realty III Ltd.

(the name must include the words "limited liability company", "limited", "Ltd" or "Ltd.")

SECOND: This limited liability company shall exist for a period of

until December 31, 2050

THIRD: The address to which interested persons may direct requests for copies of any operating agreement and any bylaws of this limited liability company is:

6200 Rockside Woods Blvd.
(street or post office box)

Independence, Ohio 44131
(city, village or township) (state) (zip code)

[ ] **Please check this box if additional provisions are attached hereto**

Provisions attached hereto are incorporated herein and made a part of these articles of organization.

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FOURTH: Purpose (optional)

IN WITNESS WHEREOF, we have hereunto subscribed our names, this 13 day of April, 19 98.

Signed: Joseph A. Balog

Signed: Neil D. Viny

Signed:

Signed:

Signed:

Signed:

(If insufficient space for all signatures, please attach a separate sheet containing additional signatures)

INSTRUCTIONS

1. The fee for filing Articles of Organization for a limited liability company is $85.00.
2. Articles will be returned unless accompanied by a written appointment of agent signed by all or a majority of the members of the limited liability company which must include a written acceptance of the appointment by the named agent.
3. A limited liability company must be formed by a minimum of two persons.
4. Any other provisions that are from the operating agreement or that are not inconsistent with applicable Ohio law and that the members elect to set out in the articles for the regulation of the affairs of the limited liability company may be attached.

[Ohio Revised Code Section 1705.04]

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06249-0033

Prescribed by
Bob Taft, Secretary of State
30 East Broad Street, 14th Floor
Columbus, Ohio 43266-0418
Form LCO (July 1994)

ORIGINAL APPOINTMENT OF AGENT
(for limited liability company)

The undersigned, being at least a majority of the members of _____
All Realty III Ltd. , hereby appoint
(name of limited liability company)
Joseph A. Balog to be the agent
(name of agent)
upon whom any process, notice or demand required or permitted by statute to be served upon the limited liability company may be served. The complete address of the agent is:

6200 Rockside Woods Boulevard, #105
(street address)
Independence , Ohio 44131
(city, village or township) Note: P.O. box address is not acceptable (zip code)

Joseph A. Balog (member) Neil Viny
(member) (member)

(If insufficient space for all signatures, please attach a separate sheet containing additional signatures)

ACCEPTANCE OF APPOINTMENT

The undersigned, named herein as the statutory agent for All Realty III Ltd.
(name of limited liability company)
, hereby acknowledges and accepts the appointment of agent for said limited liability company.

Agent's Signature Joseph A. Balog

INSTRUCTIONS

1. Articles of organization must be accompanied by an original appointment of agent R.C. 1705.06(B).

2. The agent for a limited liability company must be an individual who is a resident of Ohio, an Ohio corporation, or a foreign corporation holding an Ohio license as a foreign corporation. R. C. 1705.06(A)

3. An original appointment of agent form must be signed by at least a majority of the members of the limited liability company. R.C. 1705.06(B)