

FILED

JUN 13 2011


FIFTEEN GREAT ROAD II LLC
CERTIFICATE OF ORGANIZATION

SECRETARY OF THE COMMONWEALTH
CORPORATIONS DIVISION

Pursuant to the Massachusetts Limited Liability Company Act (the "Act"), the undersigned hereby certifies that a limited liability company has been organized under the Act as follows:


1. *Federal Employer Identification Number.* The federal employee identification number of the limited liability company to be formed hereby is being applied for.
2. *Name of the Limited Liability Company.* The name of the limited liability company formed hereby (the "LLC") is Fifteen Great Road II LLC.
3. *Office of the Limited Liability Company.* The street address of the office of the LLC in the Commonwealth at which the LLC will maintain its records in accordance with the Act is 200 Baker Avenue, Suite 303, Concord, Massachusetts 01742.
4. *Business of the LLC.* The general character of the business of the LLC is to engage in investment in, and ownership and development of, real estate and interests therein, including buying, acquiring, owning, operating, selling, financing, refinancing, disposing of and otherwise dealing with interests in real estate, directly or indirectly through joint ventures, partnerships or other entities; and to engage in any activities directly or indirectly related or incidental thereto. However, the business and purposes of the LLC shall not be limited to its initial principal business activity and, unless the Members otherwise determine, it shall have authority to engage in any other lawful business, trade, purpose, or activity permitted by the Act.
5. *Date of Dissolution.* The LLC shall have no fixed date upon which it shall dissolve.
6. *Agent for Service of Process.* The name and address of the resident agent for service of process for the LLC is David E. Hale of 75 Walnut Street, Concord, MA 01742.
7. *Managers.* As of the date hereof, the Managers of the LLC are Mark B. Brooks of 189 Mildred Circle, Concord, MA 01742 and David E. Hale of 75 Walnut Street, Concord, MA 01742.
8. *Execution of Documents (Secretary of State).* Either Mark B. Brooks of 189 Mildred Circle, Concord, MA 01742 or David E. Hale of 75 Walnut Street, Concord, MA 01742 is authorized to execute on behalf of the LLC any documents to be filed with the Secretary of the Commonwealth of Massachusetts.
9. *Execution of Recordable Instruments.* Either Mark B. Brooks of 189 Mildred Circle, Concord, MA 01742 or David E. Hale of 75 Walnut Street, Concord, MA 01742 is authorized to execute, acknowledge, deliver and record any recordable instrument purporting to affect an interest of real property of the LLC.

IN WITNESS WHEREOF, the undersigned hereby affirms under the penalties of perjury that the facts stated herein are true, as of the 11th day of March, 2011.


Mark B. Brooks, Manager


David E. Hale, Manager

The undersigned hereby accepts appointment as registered agent of the LLC as of March 11, 2011.


David E. Hale

Check/Voucher # 2378

The Commonwealth of Massachusetts
Limited Liability Company
(General Laws, Chapter 156C)

Filed this 13 day June

William Francis Galvin

William Francis Galvin
Secretary of the Commonwealth

Name Doris Nele

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