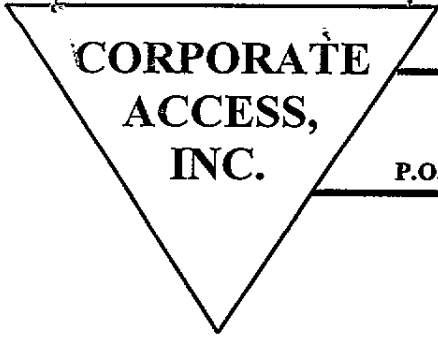


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236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

PICK UP 2/12/01 11:00

CERTIFIED COPY

CUS

PHOTO COPY

FILING LLC

1.) Beach Gate, LLC
(CORPORATE NAME & DOCUMENT #)

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2.)
(CORPORATE NAME & DOCUMENT #)

3.)
(CORPORATE NAME & DOCUMENT #)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

APPROVED AND FILED
01 FEB 12 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SPECIAL INSTRUCTIONS

RECEIVED
01 FEB 12 AM 9:42
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

02-12-01

**Articles of Organization
of
BEACH GATE, LLC**

The undersigned authorized representative of the members hereby forms a limited liability company under the laws of the State of Florida:

ARTICLE I. COMPANY NAME

The name of this Company is:

BEACH GATE, LLC

ARTICLE II. MAILING ADDRESS OF COMPANY

The mailing address of this Company is:

2363 North Meridian Avenue
Miami Beach, FL 33140

ARTICLE III. STREET ADDRESS OF COMPANY

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

2363 North Meridian Avenue
Miami Beach, FL 33140

ARTICLE IV. REGISTERED AGENT AND REGISTERED AGENT ADDRESS

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

Martin W. Wasserman, Esq.
100 S.E. 2nd Street
28th Floor
Miami, Florida 33131

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AND
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TALLAHASSEE, FLORIDA

ARTICLE V. MANAGEMENT

The Company is to be managed by one or more managers and is, therefore, a manager-managed company. The sole initial manager of the Company shall be Deborah Zimbalist who shall serve in such capacity until a successor has been elected and qualified, or until her earlier resignation or removal.

IN WITNESS WHEREOF, the undersigned authorized representative of the members has executed the foregoing Articles of Organization as of the 9th day of February, 2001.

Martin W. Wasserman
Martin W. Wasserman, Esq.

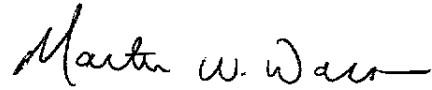
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AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE ACCEPTING DESIGNATION AS
AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN
THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 608.415 and 608.507 of the Florida Statutes:

Having been appointed registered agent of BEACH GATE, LLC, in its Articles of Organization, at the place designated in such Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of such position.



Martin W. Wasserman, Esq.

Dated: _____, 2001

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AND
FILED
01 FEB 12 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA