

January 17, 2003

159 W. 53rd Street, Suite 20-B
New York, NY 10019

VIA FEDEX OVERNIGHT DELIVERY

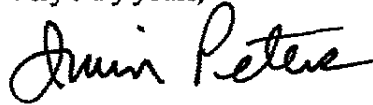
Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

Re: ARTICLES OF ORGANIZATION OF PETERS BOYNTON DIXIE RAILROAD LLC

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Organization of PETERS BOYNTON DIXIE RAILROAD LLC. Please file and return a copy to this office. Also enclosed, please find check No. in the amount of \$125.00 to cover your required fees.

Very truly yours,



Irwin Peters

IP/rm
Enclosures

FILED
JAN 21 4 19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:
PETERS BOYNTON DIXIE RAILROAD LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:
246 N.E. 6TH Avenue, Delray Beach, Florida 33483

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

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

Irwin Peters	_____
	Name
246 N.E. 6th Avenue	_____
	Florida street address (P.O. Box NOT acceptable)
Delray Beach	FL 33483
	City, State, and Zip

FILED
 03 JAN 21 PM
 SECRETARY
 TALLAHASSEE

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.

Irwin Peters
 Registered Agent's Signature

(An additional article must be added if an effective date is requested)

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

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

IRWIN PETERS
 Typed or printed name of signee

Filing Fees:

- \$100.00 Filing Fee for Articles of Organization
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)