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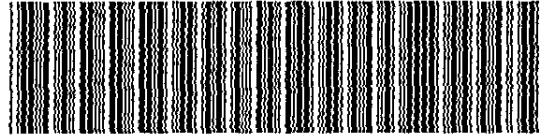
(Business Entity Name)

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June 16, 2003

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Downtown Limited Partner, LLC

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Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Retrieval Request

- Photocopy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

**ARTICLES OF ORGANIZATION OF
DOWNTOWN LIMITED PARTNER, LLC**

**ARTICLE I
NAME**

The name of this Limited Liability Company shall be DOWNTOWN LIMITED PARTNER, LLC (the "Company").

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS**

The principal place of business of the Company shall be 20803 Biscayne Blvd., Suite 405, Aventura, FL 33180, and such other place or places as the member from time to time may determine. The mailing address of the Company is 20803 Biscayne Blvd., Suite 405, Aventura, FL 33180.

**ARTICLE III
INITIAL REGISTERED OFFICE AND
REGISTERED AGENT**

The initial registered agent of the Company shall be Atrium Registered Agents, Inc. The address of the initial registered agent is 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146.

**ARTICLE IV
MANAGEMENT**

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager - managed company. The names and addresses of the managers who will serve as managers until the first annual meeting of members or until their successors are selected and qualified in accordance with the Operating Agreement or applicable law are:

Abraham Cababie
20803 Biscayne Blvd., Suite 405
Aventura, FL 33180

Elias Cababie
20803 Biscayne Blvd., Suite 405
Aventura, FL 33180


Jacobo Cababie
20803 Biscayne Blvd., Suite 405
Aventura, FL 33180

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DALLAS, TEXAS

IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed on the 16th day of June, 2003, effective upon filing same with the Florida Department of State.

DOWNTOWN LIMITED PARTNER, LLC

BY:


Dennis Ginsburg
Authorized Representative

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