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October 17, 2003

Registration Section
Florida Department of State
Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, Florida 32399

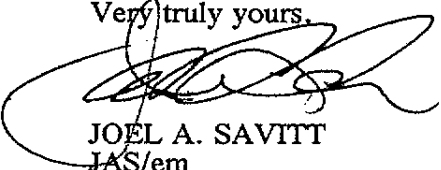
Re: 1763-142, L.L.C. and 1766-142, L.L.C.
Our File Nos.: 03-197 and 03-137

Gentlemen:

Enclosed please find the original and a copy of the proposed Articles of Organization for both "1763-142, L.L.C." and "1766-142, L.L.C.", as limited liability companies. Also enclosed find a check in the amount of \$310.00 payable to the Florida Department of State. This check represents payment of \$155.00 for each limited liability company as follows:

1. \$100.00 Filing Fee for Articles of Organization.
2. \$25.00 Designation of Registered Agent.
3. \$30.00 Certified Copy.

Very truly yours,


JOEL A. SAVITT
JAS/em

Enclosures as stated

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ARTICLES OF ORGANIZATION

of

1763-142, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be 1763-142, L.L.C. ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is:

1065 N.E. 125th St., Suite 405
North Miami, Florida 33181

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida are Robert Segal, 1065 N.E. 125th St., Suite 405, North Miami, Florida 33181.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property the sum of \$1,000.00.

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

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ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII -- TERMINATION OF EXISTENCE

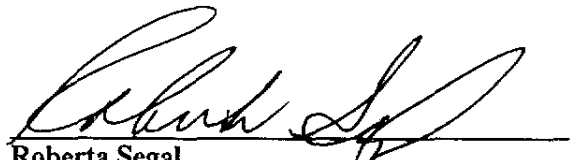
The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by one or more members and is, therefore, a member-managed Company. The name and address of the member who is to serve as manager until the first annual meeting of members or until her successor is elected and qualifies is:

| NAME | ADDRESS |
|---------------|--|
| Roberta Segal | 1065 N.E. 125th St., Suite 405 North Miami, Florida 33181 |


IN WITNESS WHEREOF, the undersigned member has made and subscribed these articles of organization at North Miami, Florida, on this 13 day of October, 2003.


Roberta Segal
Organizer, Member and Manager

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STATE OF FLORIDA
COUNTY OF MIAMI-DADE

Sworn to and subscribed before me this 13 day of October, 2003, by **Roberta Segal**.



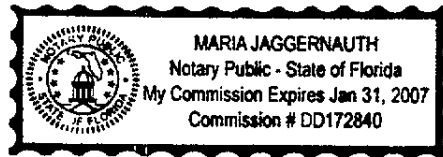
Notary Public -- State of Florida

MARIA JAGGERNAUTH
Print Name of Notary Public

Personally Known 1C OR Produced Identification _____

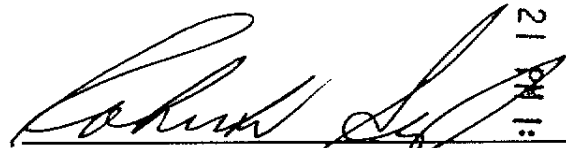
Type of Identification Produced _____

(SEAL)



ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of 1763-142, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.



Roberta Segal
Registered Agent

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