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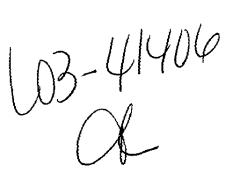
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GELB & SPATZ

3400 SOUTHWEST, THIRD AVENUE MIAMI, FLORIDA 33145

MONROE GELB CARL A SPATZ

MIAMI (305) 856-0233 BROWARD 1 (888) 698-8483 FAX NO. (305) 856-9116

October 21, 2003

By Federal Express

Secretary of State Division of LLC's 409 East Gaines Street Tallahassee, FL 32399

Re:

DWI Properties, LLC

Dear Sir or Madam:

In reference to filing of the captioned LLC, please find enclosed herewith the original and a copy of the Articles of Organization for the captioned LLC, together with a statement designating the Registered Agent. I also enclose our check in the sum of \$155.00 for the following:

| Filing Fee | \$100.00 |
|--|----------|
| Certified copy of Articles of Organization | 30.00 |
| Registered Agent Designation | 25.00 |
| TOTAL | \$155.00 |

Thank you.

Very truly yours,

GELB & SPATZ

CAS/bd Encl.

Business/llc/forms/sosltr/DWI

ARTICLES OF ORGANIZATION OF DWI PROPERTIES, LLC

The undersigned certifies that he is executing and filing these Articles for the purpose of forming a Limited Liability Company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. He further declares that the following Articles shall serve as the Charter and authority for the conduct of the business of the Limited Liability Company.

ARTICLE I NAME AND PRINCIPAL OFFICE

The name of the Limited Liability Company shall be DWI PROPERTIES, LLC, and its principal office shall be located at Suite 204, 427 Biltmore Way, Coral Gables, Florida 33134 which shall comprise its street and mailing address, but the Company shall have the power and authority to establish branch or other offices at any other place or places as the members may designate.

ARTICLE II PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for Limited Liability Companies, the general nature of the business or businesses to be transacted, and which the Limited Liability Company is authorized to transact, shall be as follows:

- 1. To engage in any activity or business authorized under the Laws of the State of Florida Statutes.
- 2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

ARTICLE III EXERCISE OF POWERS

All limited liability company powers which shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time by the Limited Liability Company by a unanimous vote of the members of the Limited Liability Company.

ARTICLE IV MANAGEMENT

This Limited Liability Company shall be managed by one member whose title shall be "Managing Member". The name and address of the person who shall serve until his successor is elected and qualified is as follows: Kevin Ivens Suite 204, 427 Biltmore Way, Coral Gables, Florida 33134.

ARTICLE V MEMBERSHIP RESTRICTIONS

- 1. No person may be admitted as a member unless all the members consent in writing to the admission of the additional member.
- 2. A member's interest in the limited liability company may not be sold or otherwise transferred except with written consent of a majority in interest of members.
- 3. On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminate the continued membership of a member in the Limited Liability Company, the remaining members shall have the right to continue the business upon the consent of a majority in interest of the remaining members.

ARTICLE VII INITIAL REGISTERED AGENT

The initial registered agent shall be Kevin Ivens whose street address is Suite 204, 427 Biltmore Way, Coral Gables, Florida 33134.

The undersigned being a member of the limited liability company certifies that this instrument constitutes the Articles of Organization of DWI PROPERTIES, LLC.

Executed by the undersigned at this 21 day of October, 2003

Business/lic/articles/DWI

STATEMENT DESIGNATING REGISTERED AGENT OF DWI PROPERTIES, LLC

State of Florida)ss County of Miami-Dade)

Pursuant to the provisions of Sections 608.415 and 608-407(1) (c) of the Florida Limited Liability Company Act, the Limited Liability Company identified below submits the following statement designating its registered office and registered agent in the State of Florida:

- 1. The name of the limited liability company is DWI PROPERTIES, LLC.
- 2. The name of the registered agent of DWI PROPERTIES, LLC is Kevin Ivens. The suite and the street address of the company's principal office where the agent is located is Suite 204, 427 Biltmore Way, Coral Gables, Florida 33134.
- 3. This statement is to acknowledge that, as indicated above, DWI PROPERTIES, LLC appointed me, Kevin Ivens as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated: October 21, 2003

REGISTERED AGENT

The foregoing instrument was acknowledged before me this 2 day of October, 2003 by Kevin Ivens, as registered agent on behalf of DWI PROPERTIES, LLC, a limited liability company. He is personally known to me or has produced as identification.

NOTARY PUBLIC, STATE OF FLORIDA

Printed Name of Notary

Printed Name of Nota

My Commission Explication