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Florida Department of State
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To: Division of Corporations
Fax Number : (850)205-0383

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

RECEIVED

04 AUG 11 PM 12:11

DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY
PROPERTIES AT BRICKELL, LLC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
PROPERTIES AT BRICKELL, LLC**

The undersigned, for the purpose of forming a limited liability company hereby adopt the following Articles of Organization:

ARTICLE ONE

The name of the company is PROPERTIES AT BRICKELL, LLC

ARTICLE TWO

The term of existence of the company is perpetual.

ARTICLE THREE

The purposes for which the company is organized are:

- . To purchase, sell, lease, and otherwise deal in real and personal property of all types, wheresoever situated.
- . To develop, build upon, construct on, erect structures on, or improve real property, wheresoever situated.
- . To engage in the transaction of any and all lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act.

ARTICLE FOUR

The remaining members of the company shall have the right to continue the business of the company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or any other event which might terminate the continued membership of a member in the company.

ARTICLE FIVE

The address of the initial Registered Office of the company is 7175 SW 8 STREET, SUITE 204, MIAMI, FL 33144 and the name of the Registered Agent at such address is GEORGE M. SANTAMARINA.

Prepared By:
George M. Santamarina, Esq.
7175 SW 8th Street, Suite 204
Pembroke Pines, FL 33144
Fla. Bar No. 267961

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TALLAHASSEE, FLORIDA

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ARTICLE SIX

The name and address of the authorized agent of a member executing these Articles is:

GEORGE M SANTAMARINA
7175 SW 8 STREET, SUITE 204
MIAMI, FL 33144

ARTICLE SEVEN

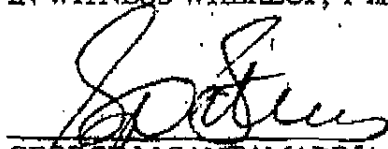
The principal office of this company shall be located at 8475 NW 29 STREET, MIAMI, FL 33122, with the company retaining the power to move its office to any other address in Florida.

ARTICLE EIGHT

The name and address of the Manager of the Company is:

PABLO MONTOYA
4436 NW 93 Doral Ct.
MIAMI, FL 33178

IN WITNESS WHEREOF, I have subscribed my name this 10 day of August, 2004.


GEORGE M SANTAMARINA
Authorized Agent of a member

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 10th day of August, 2004, by GEORGE M SANTAMARINA, as authorized agent of a member, who is personally known to me and who provided _____ as identification.


NOTARY PUBLIC
My Commission expires 6/27/2008



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TALLAHASSEE
FLORIDA

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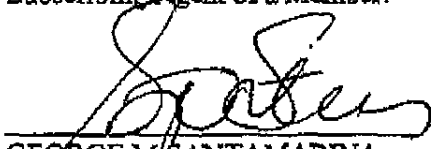
STATE OF FLORIDA
DEPARTMENT OF STATE

The following is submitted in compliance with Chapter 48.091, Florida Statutes:

PROPERTIES AT BRICKELL, LLC
8475 NW 29 STREET
MIAMI, FL 33122

a company organized under the laws of the State of Florida, with its principal office located in the County of Pembroke Pines-Dade, State of Florida, has named GEORGE M SANTAMARINA located at 7175 SW 3 th STREET, SUITE 204, MIAMI, FL 33144, as its agent to accept service of process within this State.

Subscribing Agent of a Member:

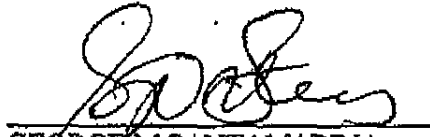


GEORGE M SANTAMARINA

ACCEPTANCE:

Having been named as registered agent and to accept service of process for the above stated limited liability company as 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 609, F.S.

DATED: August 10, 2004.



GEORGE M SANTAMARINA

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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