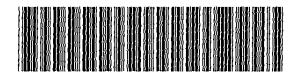
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CORPDIRECT AGENTS, INC. (formerly CCRS) 103 N. MERIDIAN STREET, LOWER LEVEL TALLAHASSEE, FL 32301 222-1173

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CONTACT:

Examiner's Initials

KATIE WONSCH

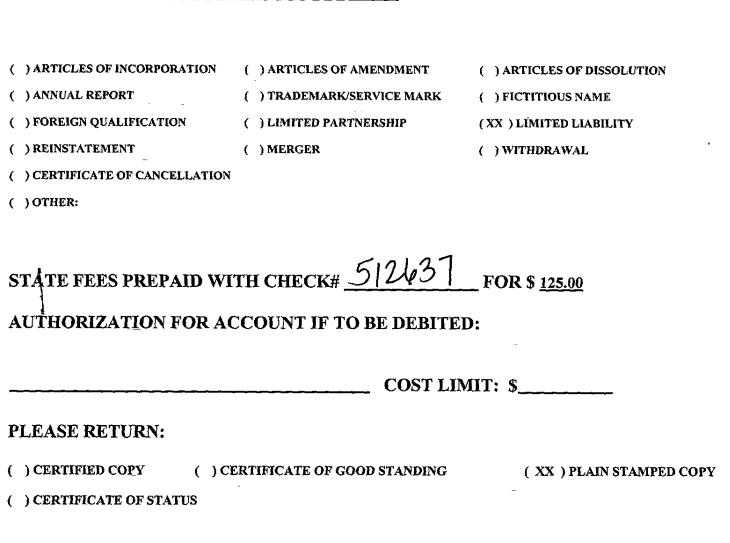
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CORP. NAME: ZP&W LAND HOLDINGS III, LLC



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ARTICLES OF ORGANIZATION

OF

ZP&W LAND HOLDINGS III, LLC

ARTICLE I - NAME

The name of Company shall be: ZP&W LAND HOLDINGS III, LLC



The initial principal office and mailing address of the Company shall be:

999 Ponce de Leon Boulevard Penthouse 1110 Coral Gables, FL 33134

ARTICLE III - INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Company's initial registered agent and registered office in the State of Florida shall be:

David J. Winker, Esq.

999 Ponce de Leon Boulevard Penthouse 1110 Coral Gables, FL 33134

ARTICLE IV - EXECUTION OF ARTICLES OF ORGANIZATION

The name and post office address of the person duly authorized to execute these Articles of Organization is as follows:

David Winker, Esq. Zumpano, Patricios & Winker, P.A.

999 Ponce de Leon Blvd. Penthouse 1110 Coral Gables, FL 33134 SECRETARY OF STATES

ARTICLE V - EFFECTIVE DATE

The effective date of these Articles of Organization shall be May 12, 2005.

The undersigned, for the purpose of forming a limited liability company to do business within the State of Florida, does make and file these Articles of Organization, hereby declaring and certifying that he is the authorized representative of the Manager of the Company and certifying that the facts stated above are true.

David Winker, Esq.

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE FORGOING LIMITED LIABILITY CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES OF ORGANIZATION THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 12TH DAY OF MAY, 2005.

David J. Winker