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FLORIDA/FOREIGN LIMITED LIABILITY CO.

1907 HOLLYWOOD LLC

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ARTICLES OF ORGANIZATION

OF

1907 HOLLYWOOD LLC

The undersigned, acting as organizer of a limited liability company being formed pursuant to Chapter 608 of the Florida Statutes, known as the Florida Limited Liability Company Act., adopts the following Articles of Organization for such company.

ARTICLE I

NAME OF COMPANY

The name of the company shall be 1907 HOLLYWOOD LLC (the Company).

ARTICLE II

DURATION

This company is to have perpetual existence.

ARTICLE III

NATURE OF BUSINESS

The purpose of this company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

COMPANY ADDRESS

The initial street and mailing address of the principal office of this company is as follows:

1907 HOLLYWOOD LLC
% Jenel Management Corp.
275 Madison Avenue, Suite 702
New York, NY 10016

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ARTICLE V

INITIAL MEMBERS and/or MANAGERS

This company shall have one (2) Members initially. The number of Members may be either increased or decreased from time to time by an amendment of the Operating Agreement of the company in the manner provided by law, but shall never be less than one (1). The name of the initial Members, their titles, and addresses, are as follows;

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
JACK DUSHEY	MGR/ MBR	% Jenel Management Corp. 275 Madison Avenue, Suite 702 New York, NY 10016
AUG INVESTMENTS LLC	MGR/ MBR	1900 Sunset Harbour Drive Apt 2202 Miami Beach, Florida 33139

ARTICLE VI

ORGANIZERS

The name and address of the Organizer signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
ALAN S. WALTERS	4770 Biscayne Blvd., Suite 640 Miami, Florida 33137

ARTICLE VII

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to full extent permitted by law.

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ARTICLE VIII
AMENDMENT OF ARTICLES

This company reserves the right to amend or repeal any provision contained in these Articles of Organization, or any amendment thereto, and any right conferred upon members is subject to this reservation.

ARTICLE IX
INITIAL REGISTERED AGENT

In compliance with Chapter 608.415, Florida Statutes, 1907 HOLLYWOOD LLC has named a Registered Agent for acceptance of service of process, and all other statutorily required purposes. The name and address of the initial Registered Agent and Registered office of this company is as follows:

ALAN S. WALTERS
4770 BISCAYNE BLVD., SUITE 640
MIAMI, FL 33137

ARTICLE X
EFFECTIVE DATE

The Effective Date if these Articles shall be as of the date of their filing.

IN WITNESS WHEREOF, the undersigned Organizer has executed these Articles of Organization on this 21 day of February, 2006, for the purpose of forming a limited liability company under the laws of the State Of Florida.


ALAN S. WALTERS

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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated company, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Florida Limited Liability Company Act relative to maintaining said office.

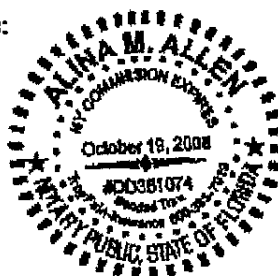
Alan S. Walters
ALAN S. WALTERS

STATE OF FLORIDA)
) ss
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day before me a Notary Public, duly authorized to take acknowledgments personally appeared ALAN S. WALTERS, to me well know to be the person described in and who executed the Registered Agent Certificate.

WITNESS my hand and seal this 21ST day of February, 2006.

My Commission Expires:



Alina M. Allen
NOTARY PUBLIC,
STATE OF FLORIDA

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