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To: Division of Corporations
Fax Number : (850) 205-0389

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634 3604
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

KEY COLONY BAY HOLDINGS, LLC

| | |
|-----------------------|----------|
| Certificate of Status | 0 |
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**ARTICLES OF ORGANIZATION
OF
KEY COLONY BAY HOLDINGS, LLC**

Article I. Name.

The name of the limited liability company is:

KEY COLONY BAY HOLDINGS, LLC

Article II. Address.

The mailing address and the street address of the principal office of the limited liability company are:

**550 Biltmore Way, Suite 970
Coral Gables, Florida 33134**

Article III. Registered Agent, Registered Office & Registered Agent's Signature.

The name and the Florida street address of the registered agent are:

**M & W AGENTS, INC.
2101 Corporate Boulevard, Suite 107
Boca Raton, Florida 33431**

**Robert A. Chavez, Esq.
Teacher Gutter Chavez Joseph Rubin Ruffin & Forman, PA
2101 Corporate Blvd., Suite 107
Boca Raton, Florida 33431
(561) 998-7847
Fla. Bar No. 283625**

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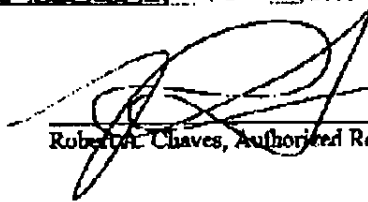
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The undersigned, being an authorized representative of the Company, hereby certifies that the foregoing constitutes the Articles of Organization of Key Colony Bay Holdings, LLC.

Executed by the undersigned on December 18, 2006.



Robert A. Chaves, Authorized Representative

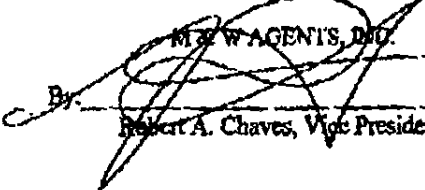
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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I having been named as registered agent to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that 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 under Chapter 608, F.S.

By:  _____
Robert A. Chaves, Vice President

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