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LAW OFFICES
GREEN, KAHN, PIOTRKOWSKI
A PROFESSIONAL CORPORATION
317 SEVEN FIRST STREET
MIAMI BEACH, FLORIDA 33141

KAREN B. COHEN
MARVIN M. GREEN
BRUCE H. HORNSTEIN
DONALD J. KAHN
JOEL S. PIOTRKOWSKI

PLEASE REPLY TO: P.O. BOX 4297

AREA CODE 305
MIAMI 865-4311
TELEFAX 861-8813

August 26, 1999

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Fl. 32301

500002974005--2
-08/30/99--01125--005
***285.00 ***285.00

Re: Plaza Isle, LLC
Articles of Organization

Gentlemen:

Enclosed herewith please find original and one copy of the Articles of Organization for the above, together with our check in the amount of \$285.00 representing the following:

Filing Fee	\$250.00
Resident Agent Fee	<u>35.00</u>
	\$285.00

After filing, please forward to this office the copy of the Articles of Organization marked "filed".

Your prompt attention in this matter is appreciated.

Very truly yours,

JOEL S. PIOTRKOWSKI

JSP:ss
Enclosures

FILED
99 AUG 30 PM 1:16
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

PLAZA ISLE, LLC

The undersigned, desiring to form a limited liability company pursuant to Chapter 608, Florida Statutes, state:

ARTICLE I

NAME

The name of this limited liability company is PLAZA ISLE, LLC.

ARTICLE II

DURATION

The duration of the limited liability company shall commence upon the filing of these Articles of Organization with the Florida Department of State and the issuance of the certificate of organization, and shall terminate fifty (50) years from the date of such certificate.

ARTICLE III

PURPOSE

It is the purpose of the limited liability company to engage in any activity or business permitted under the laws of the United States and of the State of Florida, including but not limited to acquiring, owning, holding, improving, using, selling, conveying, mortgaging or otherwise dealing in or with real or personal property, or interests in real or personal property, wherever situated.

ARTICLE IV

ADDRESS

The mailing address and the address of the place of business of the limited liability company in the State of Florida is 220 - 71st Street, Suite 209, Miami Beach, FL 33141, and the name and address of its initial Registered Agent is Joel S. Piotrkowski, Esquire 317 71st Street, Miami Beach, Florida 33141.

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FILED
OFFICE OF THE
CLERK OF THE
STATE OF FLORIDA

ARTICLE V

CASH AND PROPERTY CONTRIBUTED

The total amount of cash and a description and agreed value of property other than cash contributed is as follows: Cash in the amount of \$1,000.00.

ARTICLE VI

ADDITIONAL CONTRIBUTIONS

There is no agreement among the members to make additional contributions.

ARTICLE VII

ADMISSION OF ADDITIONAL MEMBERS

The members shall have the right to admit additional members only upon the unanimous consent of the members and only in the event if the new member assumes the existing obligations set forth in the operating agreement.

ARTICLE VIII

CONTINUITY OF BUSINESS

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

ARTICLE IX

MANAGEMENT

Management of the limited liability company is reserved to the members, whose names and addresses are as follows:

Haim Yehezkel, 220 - 71st Street, Suite 209, Miami Beach, FL
33141

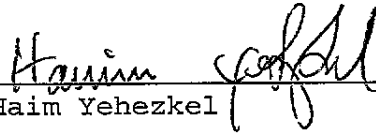
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MIAMI BEACH, FLORIDA

ARTICLE X

INDEMNIFICATION

The limited liability company shall indemnify any member, or former member, and agents of all members, to the full extent permitted by law.

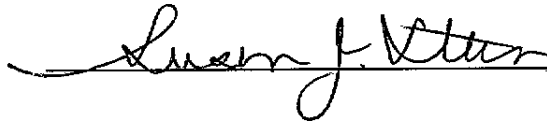
IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization as of this 26th day of August, 1999.



Haim Yehezkel

STATE OF FLORIDA)
 :SS.
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 26th day of August, 1999, by Haim Yehezkel, who is personally known to me or ~~who has produced~~ _____, as ~~identification~~ and who did take an oath.



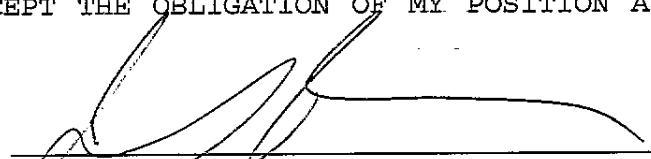


Susan J. Stein
MY COMMISSION # CC809803 EXPIRES
April 30, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
99 AUG 30 PM 1:16
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN ARTICLE IV OF THESE ARTICLES OF ORGANIZATION, 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.



JOEL S. PIOTRKOWSKI
Dated: August 26, 1999

FILED
93 AUG 30 PM 1:16
TALLAHASSEE, FLORIDA

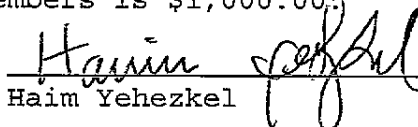
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTORS

OF

PLAZA ISLE, LLC LLC

Haim Yehezkel, being severally duly sworn, depose and say:

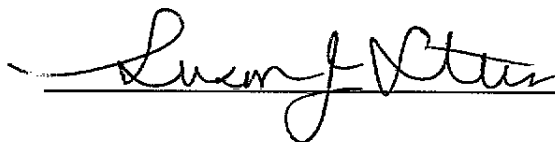
1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the members is \$1,000.00.
3. No property other than cash shall be contributed by the members.
4. The total amount of cash or property anticipated to be contributed by the members is \$1,000.00.



Haim Yehezkel

STATE OF FLORIDA)
 :SS.
COUNTY OF MIAMI-DADE)

The foregoing instrument was severally acknowledged before me this 26th day of August, 1999, by Haim Yehezkel, who is personally known to me ~~or who has produced~~ _____, as identification and who did take an oath.





Susan J. Stein
MY COMMISSION # CC809803 EXPIRES
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