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TO: DIVISION OF CORPORATIONS

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FROM: BROAD AND CASSEL
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NAME: ERAN INVESTMENTS OF FLORIDA, L.L.C.
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ARTICLES OF ORGANIZATION
OF
ERAN INVESTMENTS OF FLORIDA, L.L.C.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the laws of the State of Florida.

ARTICLE I

The name of this limited liability company shall be: Eran Investments of Florida, L.L.C.

ARTICLE II

The mailing address and street address of the principal office of the limited liability company shall be: One Park Place, 621 Northwest 53rd Street, Suite 255, Boca Raton, Florida 33487, with the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE III

This limited liability company shall commence its existence immediately upon the execution of these Articles of Organization, and the period of duration for the limited liability company shall be perpetual.

ARTICLE IV

The limited liability company is to be managed by a manager or managers, and the name and address of the manager who is to serve as manager until the first annual meeting of members or until its successor is elected and qualified or its earlier death, dissolution or resignation, is as follows:

Eran Investment Corp.

One Park Place,
621 Northwest 53rd Street, Suite 255
Boca Raton, Florida 33487

David J. Powers, Esquire
Florida Bar Number 867081
Broad and Cassel
7777 Glades Road, Suite 300
Boca Raton, Florida 33434
Telephone: (561) 483-7000
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ARTICLE V

The right, if any, of the members to admit additional members and the terms and conditions of the admissions shall be subject to the regulations of the limited liability company.

ARTICLE VI

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

ARTICLE VII

The initial registered office of this limited liability company is One Park Place, 621 Northwest 53rd Street, Suite 255, Boca Raton, Florida 33487. The initial registered agent at that address is Bran Investments Corp.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 20th day of July, 1998.


Allan Ziegelman, Member

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 608.415, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida.

FIRST -- The name of the limited liability company is: Eran Investments of Florida, L.L.C.

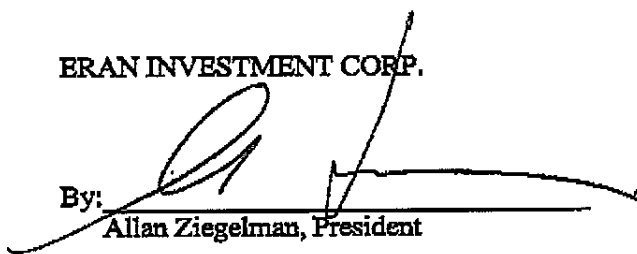
SECOND -- The name and address of the registered agent and office is:

Eran Investment Corp.
One Park Place
621 Northwest 53rd Street, Suite 255
Boca Raton, Florida 33487

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 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.

Dated this 30th day of July, 1998.

ERAN INVESTMENT CORP.

By: 
Allan Ziegelman, President

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of Bran Investments of Florida, L.L.C. deposes and says:

- 1) the above named limited liability company has at least one member.
- 2) the total amount of cash contributed by the member(s) is: \$100.00
- 3) if any, the agreed value and description of property other than cash contributed by the members is: N/A
- 4) the amount of cash or property anticipated to be contributed by member(s) is: \$1,000,000.00

Dated the 30th day of July, 1998.


Allan Ziegelman, Member

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