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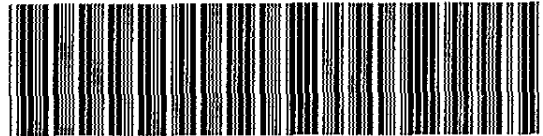
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ACCOUNT NO. : 072100000032
REFERENCE : 408149 4385680
AUTHORIZATION : *Patricia Pucci*
COST LIMIT : \$ 130.00

ORDER DATE : January 23, 2004

ORDER TIME : 12:35 PM

ORDER NO. : 408149-005

CUSTOMER NO: 4385680

CUSTOMER: Beatrice Pucci, Secretary
Meland, Russin & Hellinger,
P.a.
Suite 3000
200 S. Biscayne Blvd.
Miami, FL 33131

DOMESTIC FILING

NAME: BRISTOL BRICKELL, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 2935

EXAMINER'S INITIALS: _____

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

FOR

BRISTOL BRICKELL, LLC,
(a Florida limited liability company)

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the "Florida Limited Liability Company Act", do hereby adopt the following Articles of Organization for such company:

ARTICLE I

NAME

The name of the limited liability company is BRISTOL BRICKELL, LLC, a Florida limited liability company.

ARTICLE II

ADDRESS

The mailing and street address of the principal office of the limited liability company is: c/o 200 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131.

ARTICLE III

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this company is 200 South Biscayne Blvd., Suite 3000, Miami, Florida 33131, and the name of the registered agent of this company at that address is Meland, Russin, Hellinger & Budwick, P.A.

ARTICLE IV

MANAGEMENT OF COMPANY

The business of the Company shall be managed by one manager in accordance with regulations adopted by the members for the management of the business. The name of the Manager of the Company is:

Title

Name and Address

MGR

Guy Rolli
c/o 200 South Biscayne Boulevard
Suite 3000
Miami, Florida 33131

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal as Manager of
BRISTOL BRICKELL, LLC, a Florida limited liability company on this ____ day of
January 21, 2004.

BRISTOL BRICKELL, LLC, a Florida
limited liability company

By: 
Guy Rolli, Manager

*In accordance with Section 608.408(3), Florida Statutes, the
execution of this document constitutes an affirmation under penalties
of perjury that the facts stated herein are true.*

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1) The name of the Limited Liability Company is BRISTOL BRICKELL, LLC, a Florida limited liability company
- 2) The name and address of the registered agent and office is:

Meland, Russin, Hellinger & Budwick, P.A.
200 South Biscayne Boulevard
Suite 3000
Miami, Florida 33131

Having been named as registered agent and 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.

Meland, Russin, Hellinger & Budwick, P.A.

By: _____

January 21, 2004
Date