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2-23-04

SACHER, MARTINI & SACHER, P.A.

ATTORNEYS AT LAW

2655 LeJeune Road, Suite 1101, Coral Gables, Florida 33134
Telephone: 305/448-3900 • Facsimile: 305/446-9206

Charles P. Sacher
Gregory T. Martini
Charles S. Sacher

Evan N. Ross
Nancy A. Richman
OF COUNSEL
Martin E. Segal, P.A.

February 23, 2004

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

Re: 6495, LLC
Our File No. 3702-14

Dear Sir/Madam:

On behalf of the above-referenced limited liability company, I enclose herewith one (1) original and one (1) copy of the fully executed and notarized Articles of Organization, together with our firm check in the amount of \$155.00.

The check enclosed herein is in payment of the following fees or charges:

Filing Fee	\$100.00
Certified Copy Fee	30.00
Registered Agent Fee	<u>25.00</u>
TOTAL	\$155.00

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TALLAHASSEE, FLORIDA

Please cause the original copy of the Articles of Organization to be filed among the corporate records of the State of Florida. Please return a certified copy to the undersigned.

Thank you for your attention to this matter.

Sincerely,



Charles P. Sacher

CPS/wh

Enclosures

cc: Mr. Abe Ng
Mr. and Mrs. Allan Ng
Emery B. Sheer, CPA, CVA

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**ARTICLES OF ORGANIZATION OF
6495, LLC**

The undersigned, desiring to form a Limited Liability Company under and pursuant to §608.405, Florida Statutes, does hereby certify as follows:

FIRST: The name of said limited liability company shall be 6495, LLC.

SECOND: 6495, LLC shall exist in perpetuity.

THIRD: Copies of the Operating Agreement of 6495, LLC may be obtained from the Managers at 2614 Ponce de Leon Blvd., Coral Gables, FL 33134, which is the place in the State of Florida where the principal office of the limited liability company is located. The mailing address of 6495, LLC shall be 2614 Ponce de Leon Blvd., Coral Gables, FL 33134.

FOURTH: The purposes for which 6495, LLC is formed are:

A. Engaging in any and all phases of the business of owning, operating, purchasing, selling, leasing and managing commercial and residential properties.

B. To engage in such other lawful acts or activities for which limited liability companies may be formed under Section 608.405, Florida Statutes.

FIFTH: The maximum number of ownership units which 6495, LLC is authorized to have outstanding is one thousand (1000), all of which shall be identical units, and each of which shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one (1) is the numerator and the total units outstanding is the denominator.

SIXTH: That, 6495, LLC desiring to organize under the laws of the State of Florida as a limited liability company has designated its initial registered office at 2655 LeJeune Road, Suite 1101, Coral Gables, Miami-Dade County, Florida 33134, and has named Charles P. Sacher as its initial Registered Agent who is located at such address.

SEVENTH: The name and street address of the Subscribing Member to these Articles of Organization of 6495, LLC is as follows:

NAME
Charles P. Sacher

ADDRESS
2655 LeJeune Road, Suite 1101
Coral Gables, FL 33134

EIGHTH: The business of this limited liability company shall be conducted by Managers who shall be elected by the Members, who shall be elected in accordance with the Operating Agreement.

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TALLAHASSEE, FLORIDA

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The name and street address of the initial Managers, who shall hold office for the first year of its existence or until their successor is elected and qualified are as follows:

NAME
Allan Ng


ADDRESS
2614 Ponce de Leon Blvd.
Coral Gables, FL 33134

Betty W.K. Ng

2614 Ponce de Leon Blvd.
Coral Gables, FL 33134

In accordance with the provisions of §608.409, the effective date of existence is specified to be February 23, 2004, so long as these Articles of Organization are filed with the Secretary of State within five (5) business days of this date.

WITNESS my hand and seal this 20 day of February, 2004

 (SEAL)
Charles P. Sacher

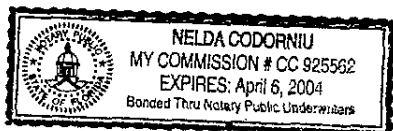
STATE OF FLORIDA)
COUNTY OF MIAMI-DADE) SS:

BEFORE ME, the undersigned authority, personally appeared Charles P. Sacher, to me well known to be the person described in and who executed and subscribed to the foregoing Articles of Organization, and he acknowledged before me that he executed and subscribed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Coral Gables, in said County and State, this 20 day of February, 2004.


Notary Public, State of Florida at Large

My commission expires:



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TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept Service of Process for 6495, LLC, at the place designated in Section SIXTH of the attached Articles of Organization, I hereby acknowledge that I am familiar with and accept the obligations of that position.

 (SEAL)
Charles P. Sacher, Registered Agent

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TALLAHASSEE, FLORIDA