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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

14551
Account Name : BILZIN, SUMBERG BAENA PRICE & AXELROD LLP.
Account Number : 075350000132
Phone : (305) 374-7580
Fax Number : (305) 350-2446

SECRETARY OF STATE
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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

U.S. Condo Exchange, LLC

Certificate of Status	1
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**ARTICLES OF ORGANIZATION
OF
U.S. CONDO EXCHANGE, LLC**

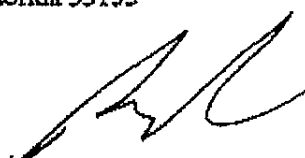
1. The name of the limited liability company is U.S. Condo Exchange, LLC.
2. The mailing and street address of the principal office of the limited liability company is:

3390 Mary Street
Suite 200
Coconut Grove, Florida 33133

3. The name and street address of the initial registered agent of the limited liability company are:

Richard Swerdlow
3390 Mary Street
Suite 200
Coconut Grove, Florida 33133

Dated: as of September 10, 2004.


Richard Swerdlow, Authorized
Representative

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

The undersigned, who has been designated in the foregoing Articles of Organization as registered agent for the limited liability company therein named, hereby agrees that (i) he accepts such appointment as registered agent and will accept service of process for and on behalf of said limited liability company, and (ii) he is familiar with and will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited liability company.

Dated: as of September 10, 2004.


Richard Swerdlow, Registered Agent