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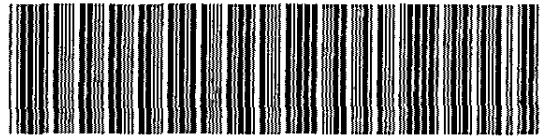
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WS-17728
JR

LYNN B. LEWIS

A PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

SUITE 280

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LYNN B. LEWIS

February 17, 2005

FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 E. Gaines Street
Firestone Building
Tallahassee, Florida 32399

RE: Formation of a Limited Liability Corporations

Ladies and Gentlemen:

Attached are two counterparts of the Articles of Organization of 801 South Miami, LLC.

Also attached is our Firm's check in the amount of \$125 to cover the incorporation fee for the corporation.

Please file the Articles and return a certified copy to us.

Very truly yours,

L. B. Lewis

Lynn B. Lewis

LBL/sf

Enclosures

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

801 SOUTH MIAMI, LLC

I, the undersigned Member, hereby subscribes to these Articles of Organization in order to form a limited liability company (the "Company") under the laws of the State of Florida, pursuant to the provisions of Chapter 608, Florida Statutes.

ARTICLE I

COMPANY NAME

The name of this limited liability company is:

801 SOUTH MIAMI, LLC

ARTICLE II

MAILING ADDRESS AND STREET ADDRESS OF COMPANY

The mailing address and street address of the principal office of the Company is:

121 Alhambra Plaza, PH-I, Suite 1600
Coral Gables, Florida 33134

ARTICLE III

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Company in the State of Florida shall be:

The Allen Morris Company
121 Alhambra Plaza, PH-I, Suite 1600
Coral Gables, Florida 33134

The initial Registered Agent of this Company at that address is R. Larry Rentz.

ARTICLE IV

NAME AND ADDRESS OF MEMBER AND MANAGERS OF THE COMPANY

The Company is to be managed by one or more Managers and is, therefore, a manager-managed limited liability company. The Member and Managers of the Company are:

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CLERK OF STATE
TALLAHASSEE, FLORIDA

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<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
1000 Brickell, Ltd.	121 Alhambra Plaza, PH-I, Suite 1600 Coral Gables, FL 33134	Member
W. Allen Morris	121 Alhambra Plaza, PH-I, Suite 1600 Coral Gables, FL 33134	Manager
Yazmin Gil	121 Alhambra Plaza, PH-I, Suite 1600 Coral Gables, FL 33134	Manager
Dale I. Graham	121 Alhambra Plaza, PH-I, Suite 1600 Coral Gables, FL 33134	Manager
R. Larry Rentz	121 Alhambra Plaza, PH-I, Suite 1600 Coral Gables, FL 33134	Manager

Any one of the above Managers shall serve as managers until the first meeting of the Member of the Company or until successor managers are elected and qualified.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization at Miami, Florida, for the uses and purposes aforesaid, this 15 day of February 2005.

1000 Brickell, Ltd., a Florida limited partnership, Member
By: Hammond Venture, Inc., Its sole General Partner

By: Dale I. Graham
Dale I. Graham, Vice President

ACCEPTANCE

OF

REGISTERED AGENT

FOR

801 SOUTH MIAMI, LLC

Having been named as Registered Agent to accept service of process for the above-stated Company, at the location designated herein, I hereby accept the appointment of Registered Agent and agree to act in such capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties. I am familiar with, and accept the obligations of a Registered Agent, as provided in Chapter 608, Florida Statutes.

R. Larry Rentz
R. Larry Rentz,
Registered Agent

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MIAMI, FLORIDA