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ARTICLES OF ORGANIZATION

OF

1409 LINCOLN RD., LLC, FFECTIVE DATE
a Florida limited liability company

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida set forth the following:

<u>ARTICLE I: NAME</u>

The name of the limited liability company is 1409 Lincoln Rd., LLC, a Florida limited liability company (the "Company").

ARTICLE II: ADDRESS OF PLACE OF BUSINESS

The principal place of business for the Company will be 1935 West Avenue, Suite 203 Miami Beach, Florida 33139.

ARTICLE III: REGISTERED AGENT

The name of the initial registered agent in Florida for the Company is Neil S. Rollnick, Esq. The address of the initial registered agent is 2525 Ponce de Leon Blvd., Suite 400, Miami, Florida 33134.

ARTICLE IV: MANAGEMENT

The management of the Company is reserved to members, or officers of the members, that will be referred to as managing members. The names and addresses of the managing members that will serve as the managing members are as follows:

Allen R. Greenwald 1320 S. Dixie Highway, Suite 781 Coral Gables, Florida 33148 **MGRM**

OR THE PARTY OF TH

Andrea Greenwald 1935 West Avenue, Suite 203 Miami Beach, Florida 33139 **MGRM**

ARTICLE V: EFFECTIVE DATE

The effective date of these Articles of Organization is January 30, 2006.

These Articles of Organization have been executed on the date set forth under the name of the authorized representative of the managing member of the Company. In accordance with the terms of §608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perfury that the facts stated herein are true.

Neil S. Rollnick

Authorized Representative for Allen R. Greenwald

Date: January 30, 2006

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of 1409 Lincoln Rd., LLC, a Florida limited liability company, the undersigned accepts such an appointment, agrees to act in such capacity, accepts the obligations proposed by Florida Statutes §608.415 and is herewith simultaneously designated as registered agent.

Executed this 30th day of January, 2006.

Neil S. Rollnick, Registered Agent

FOR THE LIMITED LIABILITY

COMPANY:

Neil S. Rollnick

Authorized Representative for Allen R. Greenwald