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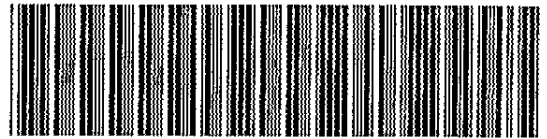
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JB
1-9-03

Dante Pezzatini
298 NE 62nd Street
Miami, FL 33138

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: New Limited Liability Company

Enclosed please find the article of organization for 71st Street Investments, LLC, along with a check in the amount of \$ 155.00 covering the filing fee for the Article of Organization, the designation of Registered Agent and a Certified Copy. Should you have any questions or should there be any deficiencies in the documentation please contact the undersigned at tel: 305-491-1797.

Sincerely,

Dante Pezzatini

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION

OF

71st STREET INVESTMENTS, LLC

I, the undersigned subscriber to this Articles of Organization, a natural person competent to contract, hereby form a Limited Liability Company under the Laws of the State of Florida.

ARTICLE I - NAME

The name of the company shall be **71st STREET INVESTMENTS, LLC**

ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be transacted by the Company and its objects and powers shall be to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - TERM OF EXISTENCE

This company shall have perpetual existence.

ARTICLE IV – TERMS

This company shall commence at the time of filing of these articles and shall have perpetual existence.

ARTICLE V-INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent of this Company and the street address of the initial registered office are as follows:

DANTE PEZZATINI
298 NE 62nd Street
Miami, FL 33138

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TALLAHASSEE

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The address of the principal office and the mailing address, in this state, of this Company is: 298 NE 62nd Street Miami, FL 33138. The Managers may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII - INITIAL MANAGERS

The name and street address of the person signing these articles and the names and street address of the persons who shall serve as Managers are:

DANTE PEZZATINI, Manager
298 NE 62nd Street
Miami, FL 33138

ILARIA PEZZATINI, Manager
298 NE 62nd Street
Miami, FL 33138

AGOSTINO PEZZATINI, Manager
298 NE 62nd Street
Miami, FL 33138

ROSA MARIA RISPOLI, Manager
298 NE 62nd Street
Miami, FL 33138

ARTICLE VIII - INDEMNIFICATION

Every person who now is or hereafter shall be a Manager of the company shall be indemnified by the corporation against all costs and expense (including counsel fees) hereafter reasonably incurred by or imposed upon him in connection with, or resulting from, any action, suit or proceedings of whatever nature, to which he is or shall be made a party by reason of his being or having been a Manager of the company (whether or not he is a Manager of the company at the time he is made a party to such action, suit or proceeding, or at the time such cost or expense is incurred by or imposed upon him) except in relation to matters as to which he shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of his duties as such Manager. The right of indemnification herein provided shall not be exclusive of other rights to which any such person may now or hereafter be entitled to as a matter of law.

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ARTICLE IX – INDEBTEDNESS

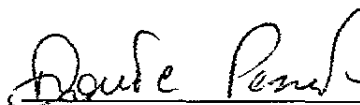
The private property of the Managers shall not be subject to the payment of the Company debts to any extent whatsoever.

ARTICLE X – AMENDMENT

This Articles of Organization may be amended in the manner provided by law. Every amendment shall be approved by the Managers.

ARTICLE XI – MANAGEMENT

This Limited Liability Company is to be managed by one or more managers and is, therefore, a manager – managed company.



DANTE PEZZATINI
Manager

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SECRETARY OF STATE
TALLAHASSEE FL 32309

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

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Florida law the following is submitted:

71st STREET INVESTMENTS, LLC desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business at 298 NE 62nd Street, Miami, FL 33138, has named DANTE PEZZATINI as its agent to accept service of process within Florida.

DATED: 6th day of January, 2003.


DANTE PEZZATINI
Manager

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and 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 as provided for in Chapter 608, FS.


DANTE PEZZATINI
Registered Agent

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