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CORPORATION SERVICE COMPANY™

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ACCOUNT NO. : 072100000032

REFERENCE : 325151 7199649

AUTHORIZATION : Patricia Piggott

COST LIMIT : $ 155.00

ORDER DATE : November 17, 2003

ORDER TIME : 4:01 PM

ORDER NO. : 325151-005

CUSTOMER NO: 7199649

CUSTOMER: Ms Daphne Hardcastle
Hunton & Williams

Suite 2500, Barclays Financial
Center 1111 Brickell Ave
Miami, FL 33131

DOMESTIC FILING

NAME: ST. ANDREWS GP, LLC

EFFECTIVE DATE:

_____ ARTICLES OF INCORPORATION
_____ CERTIFICATE OF LIMITED PARTNERSHIP
XX____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX_____ CERTIFIED COPY
_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION OF

ST. ANDREWS GP, LLC

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, the following are the Articles of Organization for St. Andrews GP, LLC (the "Company"):

1. Name. The name of the Company is St. Andrews GP, LLC.

Mailing Address and Principal Place of Business. The Company's mailing address is 2665 South Bayshore, Suite 601, Coconut Grove, Florida 33133. Its principal office shall be located at 2665 South Bayshore, Suite 601, Coconut Grove, Florida 33133.

2. Initial Registered Agent. The name and address of the initial registered agent in Florida for the Company is:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, pursuant to Section 608.407, Florida Statutes, the undersigned, authorized representative of a member of the Company, has executed these Articles of Organization this 17th day of November, 2003.

Richard J. Hazook, Authorized Representative

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TALLAHASSEE, FLORIDA

004.258553 1

ACCEPTANCE BY REGISTERED AGENT

The undersigned, a corporation resident in the State of Florida, having been named in Section 3 of Articles of Organization of St. Andrews GP, LLC (the "Company") as the initial registered agent for the Company at the office designated in the Company's Articles of Organization, in accordance with Section 608.415 of the Florida Statutes, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with and hereby accepts the obligations of such position.

EXECUTED this 17th day of November, 2003.

Corporation Service Company

By: _____, Authorized Signatory

Brian Courtney
Asst. V. Pres.