

**ARTICLES OF ORGANIZATION
FOR
MAO, L.C.**

ARTICLE I - NAME

The name of this limited liability company shall be MAO, L.C.

ARTICLE II - DURATION

The limited liability company shall have a duration of 60 years from the date of the filing of these Articles of Organization.

ARTICLE III - PURPOSE AND POWERS

Except as restricted by these Articles of Organization, this limited liability company is organized for each and every legal and lawful purpose for which a limited liability company may be organized pursuant to the Florida Limited Liability Company Act.

Except as restricted by these Articles of Organization, this limited liability company shall have and may exercise all powers and rights which a limited liability company may exercise under Florida law or the laws of the United States of America.

ARTICLE IV - PRINCIPAL OFFICE

The initial mailing address and the street address of this limited liability company shall be 201 S. Biscayne Blvd., 10th Floor, Miami, Florida 33131.

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent for this limited liability company and the street address of the initial registered agent are:

Kenneth J. Weil, Esquire
Richman Greer Weil Brumbaugh
Mirabito & Christensen, P.A.
201 S. Biscayne Blvd.
10th Floor
Miami, Florida 33131

ARTICLE VI - ADDITIONAL MEMBERS

This limited liability company may admit additional members subject to approval by unanimous vote of the existing members.

00 JAN 19 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

ARTICLE VII - INITIAL MANAGER

This limited liability company shall be managed by one or more managers. This limited liability company shall initially have one manager. The number of managers of this company may be changed in accordance with the regulations of the company. The name and address of the initial manager are as follows:

Michael A. O'Connor
201 S. Biscayne Blvd.
10th Floor
Miami, Florida 33131

The initial manager shall serve until the first annual meeting of members or until his successor is elected and qualified or until his death or resignation.

ARTICLE VIII - REGULATIONS

The regulations of this limited liability company may only be adopted amended, altered or repealed by the unanimous vote of the members.

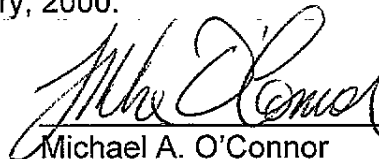
ARTICLE IX - MEMBERS' RIGHT TO CONTINUE BUSINESS

The members remaining after the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or any other event which terminates the membership of a member, have the right to continue the business of this limited liability company subject to approval by unanimous vote of the remaining members, provided that at least two members remain.

ARTICLE X - AMENDMENT

This limited liability company reserves the right to amend, alter or repeal any provision contained in these Articles of Organization in accordance with the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 11 day of January, 2000.


Michael A. O'Connor

APPROVED
AND
FILED
00 JAN 19 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

The name of the limited liability company is MAO, L.C.

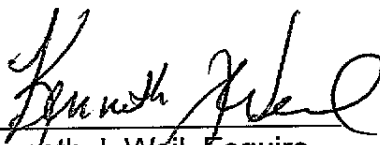
The name and address of the registered agent and office are:

Kenneth J. Weil, Esquire
Richman Greer Weil Brumbaugh Mirabito & Christensen, P.A.
201 S. Biscayne Blvd., 10th Floor
Miami, Florida 33131

Having been named as registered agent and to accept service of process for the above-named 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.

Dated:

January 11, 2000


Kenneth J. Weil, Esquire

00 JAN 19 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED