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Florida Department of State

Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name... : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
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LIMITED LIABILITY COMPANY

COLLINS PARK DEVELOPMENT, L.L.C.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

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ARTICLES OF ORGANIZATION
OF
COLLINS PARK DEVELOPMENT, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be COLLINS PARK DEVELOPMENT, L.L.C. ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be 6301 Collins Avenue, Suite 1107, Miami Beach, Florida 33141.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization, or in the Regulations and Operating Agreement.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is:

Michel O. Weisz, P.A.
901 Ponce de Leon Boulevard
Suite 601
Coral Gables, Florida 33134

ARTICLE V -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VI -- RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or

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dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members.

ARTICLE VII -- MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is:

C. Shane Rolls
6301 Collins Avenue
Suite 1107
Miami Beach, Florida 33141

ARTICLE VIII TRANSFERABILITY OF MEMBER'S INTEREST

An interest of a member of this company may not be transferred or assigned except with written approval as provided in the company's Regulations and Operating Agreement.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Miami-Dade County, Florida, on this 22 day of February, 2000.

C. Shane Rolls
C. Shane Rolls

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

Sworn to (or affirmed) and subscribed before me this 22nd day of February, 2000, by C. Shane Rolls who is personally known to me or who produced as identification.

Carmen Moore
Notary Public -- State of Florida



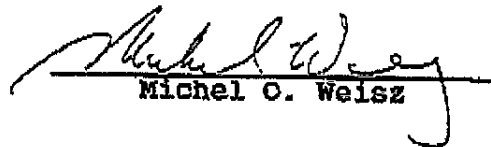
Print, Type, or Stamp
Commissioned Name of Notary Public

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STATEMENT OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in the Articles of Organization, I hereby accept this 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.

IN WITNESS WHEREOF, as said registered agent, I have caused this Statement to be signed this 22 day of February, 2000.


Michel O. Weisz

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