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ACCOUNT NO. : 072100000032

REFERENCE : 652924 11654A

AUTHORIZATION : Patricia Pigato

COST LIMIT : \$ 155.00

ORDER DATE : April 6, 2000

ORDER TIME : 11:08 AM

ORDER NO. : 652924-005

CUSTOMER NO: 11654A

CUSTOMER: Ms. Maria Acosta
HOLTZMAN KRINZMAN EQUELS &
HOLTZMAN KRINZMAN EQUELS &
2601 South Bayshore Drive
Suite 600
Miami, FL 33133

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DOMESTIC FILING

NAME: BAYSHORE INVESTMENTS, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward

EXAMINER'S INITIALS:

4/6
FILED
00 APR -6 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 APR -6 PM 12:
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR
BAYSHORE INVESTMENTS, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

BAYSHORE INVESTMENTS, L.L.C.

ARTICLE II - Address:

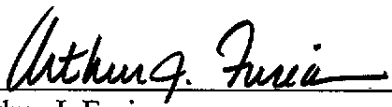
The mailing address and principal office address of the Limited Liability Company is:

2601 S. Bayshore Drive
Suite 600
Miami, Florida 33133

ARTICLE III - Management:

The Limited Liability Company is a manager-managed company to be managed by one or more managers.

DATED this 5 day of April, 2000.



Arthur J. Furia
Authorized Representative of a Member

00 APR -6 PM 1:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

BAYSHORE INVESTMENTS, L.L.C.

2. The name and address of the registered agent and office is:

HKE&F Registered Agent Corp.
2601 S. Bayshore Drive, Suite 600
Miami, Florida 33133

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

REGISTERED AGENT:

Arthur J. Furia
Arthur J. Furia, Vice President
HKE&F Registered Agent Corp.

April 5, 2000
Date

FILED
00 APR -6 PM 1:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA