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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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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

Fax Number : (305) 541-3770

LIMITED LIABILITY COMPANY**1946 HARRISON STREET, L.L.C.**

Certificate of Status	0
Certified Copy	1
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 6, 2000

EMPIRE CORPORATE KIT COMPANY

SUBJECT: 1946 HARRISON STREET, L.L.C.
REF: W00000009155

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

FAX Aud. #: H00000015324
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RECEIVED
00 APR -7 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 APR -7 PM 2:00

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**ARTICLES OF ORGANIZATION
OF
1946 HARRISON STREET, L.L.C.
*A Limited Liability Company***

ARTICLE I - NAME

The name of the Limited Liability Company ("Company") is: **1946 HARRISON STREET, L.L.C.**

ARTICLE II - ADDRESS

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

**1946 HARRISON STREET, L.L.C.
c/o 20801 Biscayne Boulevard, Suite 505
Aventura, Florida 33180**

ARTICLE III - DURATION

This Limited Liability Company shall a duration of fifty (50) years from the date of filing of these Articles of Organization with the Florida Department of State. However, the duration can be extended by agreement among the Members.

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ARTICLE IV - PURPOSE

This Limited Liability Company is organized for the purpose of transacting any or all lawful business for which a limited liability company may be organized pursuant to Chapter 608, Florida Statutes, as amended from time to time.

ARTICLE V - MANAGEMENT

The Limited Liability Company is to be managed by a manager or managers and the name and address of such manager, to serve until a successor or successors are elected and qualified are:

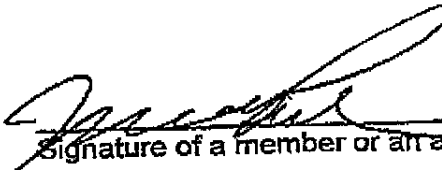
JEFFREY M. PERLOW
c/o 20801 Biscayne Boulevard, Suite 505
Aventura, Florida 33180

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE VII - MEMBERS RIGHTS TO CONTINUE BUSINESS

The remaining Members of the Company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member in accordance with the Operating Agreement.


Signature of a member or an authorized representative of a member

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

JEFFREY M. PERLOW

Typed or printed name of signee

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DIVISION OF CORPORATE AFFAIRS

00 APR -7 PH 2:00

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: 1946 HARRISON STREET
2. The name and the Florida street address of the registered agent are:

DADE COUNTY CORPORATE AGENTS, INC.
20801 Biscayne Boulevard, Suite 505
Aventura, FL 33180

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 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.

DADE COUNTY CORPORATE AGENTS, INC.

By: Barry H. Kornick Vice Pres.
Signature

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