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June 8, 2000

Ms. Katherine Harris,
Secretary of State
Registration Section
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

RE: Sunny Isles LLC

Dear Ms. Harris:

Enclosed is our check in the amount of One Hundred Twenty-five Dollars (\$125.00) payable to the Florida Department of State to cover the cost of the following for the above-referenced Florida limited liability company:

1. Filing the Articles of Organization (\$100.00); and
2. Designation of Registered Agent (\$25.00).

If you have any questions, please call me.

Sincerely,

Robert D. Porter

RDP/rc
Enclosures

cc: Mr. Walter L. McManus, Sr.
Mr. Walter L. McManus, Jr.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
FOR
SUNNY ISLES LLC**

A Florida Limited Liability Company (FS 407)

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608 of the Florida Statutes, entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such company:

1. Name. The name of this company shall be SUNNY ISLES LLC (the "Company").

2. Duration/Continuation. The period of this Company's duration shall be perpetual.

3. Address of Principal Office. The mailing and street address of the Company's principal office is as follows:

c/o Castlewood Realty
204 E. Joppa Road
Penthouse Three
Towson, Maryland 21204

4. Registered Agent and Office. The name and street address of the initial registered agent and office for this Company is as follows:

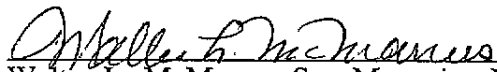
Walter L. McManus, Sr.
1766 North West Harbor Place
Stuart, Florida 34994

The Registered Agent has accepted the appointment as evidenced by the attached Certificate of Designation of Registered Agent/Registered Office.

5. Management of Company. The business of the Company shall be managed by the Managing Member, Walter L. McManus, Sr., until the first annual meeting of members. The address of Walter L. McManus, Sr. is 1766 North West Harbor Place, North River Shores, Stuart, Florida 34994.

6. Purpose. The sole purpose for which the Company is formed is to acquire, hold, lease, sell, transfer or otherwise dispose of that real property known as 2355 Sunny Isles Boulevard, North Miami Beach, Florida.

IN WITNESS WHEREOF, the undersigned organizer of the Company has executed these Articles of Organization on the 10TH day of MAY, 2000.


Walter L. McManus, Sr., Managing Member

Having been named as Registered Agent and to accept service of process for the above stated limited liability company, 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.


Walter L. McManus, Sr.

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00 JUN 12 11:38
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TALLAHASSEE, FLORIDA