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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 777060 131879A

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 125.00

MJH

ORDER DATE : July 26, 2000

ORDER TIME : 12:40 PM

ORDER NO. : 777060-005

000003337000--8

CUSTOMER NO: 131879A

CUSTOMER: Ignacio G. Zulueta, Esq
Ignacio G. Zulueta, P.a.

Suite 3-i
6255 Bird Road
Miami, FL 33155

DOMESTIC FILING

NAME: HOLLYWOOD GARDENS CONSTRUCTION
, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:
TALLAHASSEE COUNTY
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE

00 JUL 26 PM 1:36

RECEIVED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 26 AM 8:28

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY
COMPANY**

ARTICLE I - Name: The name of the Limited Liability Company is:

HOLLYWOOD GARDENS CONSTRUCTION, LLC, a Florida limited liability company

ARTICLE II - Address:

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

HOLLYWOOD GARDENS CONSTRUCTION, LLC, a Florida limited liability company
1101 Brickell Avenue
Suite 1100
Miami, Florida 33131

ARTICLE III - Registered Agent:

The name and street address of the registered agent of the Limited Liability Company is:
Ignacio G. Zulueta, PA
6255 Bird Road
Miami, Florida 33155

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ARTICLE IV - Transferability of Membership Interests:

No members shall have the right to assign their membership interests in the Company without the written agreement of all the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

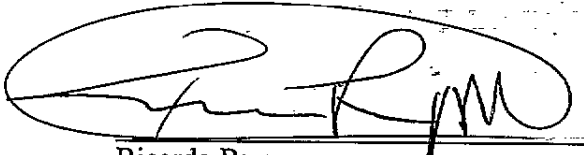
ARTICLE V - Management:

This will be a member-managed company. The name of each member is:

Sales & Perez Corporation

ARTICLE VI - Company's Existence/Duration:

The Company's existence shall be deemed effective as of July 11, 2000. The duration of the Company shall be perpetual.



Ricardo Perez
Name of authorized Representative

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

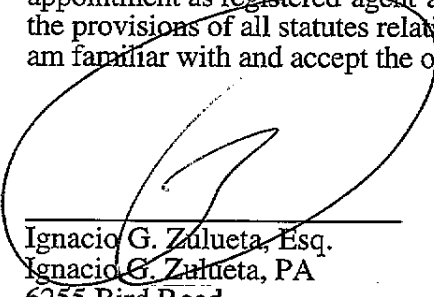
PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND
REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:
HOLLYWOOD GARDENS CONSTRUCTION, LLC,
a Florida limited liability company

2. The name and the Florida street address of the registered agent are:

Ignacio G. Zulueta, PA
6255 Bird Road
Miami, Florida 33155

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.



Ignacio G. Zulueta, Esq.
Ignacio G. Zulueta, PA
6255 Bird Road
Miami, Florida 33155