



THE UNITED STATES
CORPORATION
COMPANY

000000009963

ACCOUNT NO. : 072100000032

REFERENCE : 803245 11758A

AUTHORIZATION :

COST LIMIT : \$ 155.00

Patricia Pigato

8/23/00

MUN

ORDER DATE : August 18, 2000

ORDER TIME : 10:59 AM

ORDER NO. : 803245-005

CUSTOMER NO: 11758A

CUSTOMER: Jeffrey S. Wachs, Esq
Doumar Allsworth Curtis Cross
Laystrom Voigt Wachs & Maciver
1177 Southeast Third Avenue

Fort Lauderdale, FL 33316

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 18 PM 2:16

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DOMESTIC FILING

NAME: BUENA VISTA DESIGN PLAZA,
L.L.C.

EFFECTIVE DATE:

8/23/00

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
MAIL ROOM 915-5976

ARTICLES OF ORGANIZATION

OF

BUENA VISTA DESIGN PLAZA, L.L.C.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 18 PM 2:16

The undersigned initial member of BUENA VISTA DESIGN PLAZA, L.L.C., a Florida limited liability company formed hereunder (the "Company"), on behalf of the other members of the Company, hereby forms a limited liability company under the laws of the State of Florida.

ARTICLE I. COMPANY NAME

The name of this Company is: BUENA VISTA DESIGN PLAZA, L.L.C.

ARTICLE II. COMMENCEMENT AND TERM OF EXISTENCE

In accordance with Section 608.409(1) of the Florida Limited Liability Company Act (the "Act"), the term of existence of the Company shall commence on August 23, 2000, and shall continue until December 31, 2050, unless otherwise dissolved pursuant to Article VIII of these Articles of Organization.

ARTICLE III. MAILING ADDRESS OF COMPANY

The mailing address of this Company is:

4500 Lake Road
Miami, Florida 33137

ARTICLE IV. STREET ADDRESS OF COMPANY

The street address of the principal office of the Company is:

4500 Lake Road
Miami, Florida 33137

ARTICLE V. REGISTERED AGENT AND REGISTERED AGENT ADDRESS

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

Jeffrey S. Wachs, Esq.
1177 S.E. 3rd Avenue
Fort Lauderdale, Florida 33316

ARTICLE VI. ADMISSION OF ADDITIONAL MEMBERS

Pursuant to Section 608.4232 of the Act, the Company may admit additional members upon the affirmative vote of a majority of those existing members of the Company in attendance at a duly called meeting of the members at which a quorum exists or by written consent of a majority of the members of the Company. Any new member which is approved by the existing members of the Company as set forth herein shall become a member of the Company upon payment of the contribution to the capital of the Company as established from time to time by the members, and upon such member's agreement to comply with these Articles of Organization, the Regulations and such other documents, statutes, rules, regulations or guidelines as the existing members may from time to time determine in their sole discretion.

ARTICLE VII. RIGHT OF ASSIGNEE TO BECOME A MEMBER

An assignee of a member's interest in the Company may become a member of the Company, and acquire the rights and powers and be subject to the restrictions and liabilities of a member of the Company, upon the affirmative vote of a majority of all of the members of the Company (excluding the member seeking to transfer his interest in the Company) which vote is taken at a duly called meeting of the members or by written consent of a majority of the members of the Company (excluding the member seeking to transfer his interest in the Company) as set forth in the Regulations, provided such assignment and admission of such assignee as a member complies with the terms and conditions of the Regulations of the Company.

ARTICLE VIII. DISSOLUTION OF COMPANY

Upon the death, bankruptcy or dissolution of a member or upon the occurrence of any other event provided in the Regulations of the Company, the Company shall be dissolved unless the members elect to continue the Company either upon the affirmative vote of a majority of all of the members of the Company which vote is taken at a duly called meeting of the members or by written consent of a majority of the members of the Company.

ARTICLE IX. MANAGEMENT OF THE COMPANY

The Company shall be managed by the members of the Company whose names are set forth below:

Russell Atlas
4500 Lake Road
Miami, Florida 33137

Randall Atlas
770 N.E. 69th Street, Apt. 41
Miami, Florida 33138

Janet Atlas
1000 Towerside Terrace, #1105
Miami, Florida 33138

ARTICLE X. RETURN OF CAPITAL

No member shall have the right to demand the return of his or its contribution to capital except as provided in the Company's Regulations then in existence.

ARTICLE XI. AMENDMENT TO ARTICLES OF ORGANIZATION

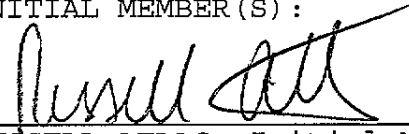
Members may adopt, alter, amend or repeal any provision of the Articles of the Organization upon the affirmative vote of a majority of all of the members of the Company which vote is taken at a duly called meeting of the members or by written consent of a majority of the members of the Company.

ARTICLE XII. AMENDMENT OF REGULATIONS


Pursuant to Section 608.423(1) of the Act, the members of the Company may adopt, alter, amend or repeal any provision of the Regulations upon the affirmative vote of a majority of those members of the Company in attendance at a meeting of the members duly called at which a quorum exists or by written consent of a majority of the members of the Company.

IN WITNESS WHEREOF, the undersigned initial members have
executed the foregoing Articles of Organization as of this 16th
day of August, 2000.


INITIAL MEMBER(S):



RUSSELL ATLAS, Initial Member



RANDALL ATLAS, Initial Member



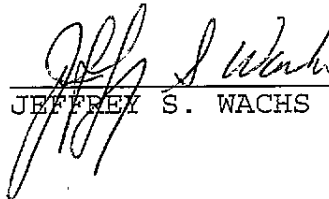
JANET ATLAS, Initial Member

CERTIFICATE ACCEPTING DESIGNATION AS
AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN
THIS STATE MAY BE SERVED

The following is submitted pursuant to Sections 608.415 and 608.507 of the Florida Limited Liability Company Act:

Having been appointed registered agent of BUENA VISTA DESIGN PLAZA, L.L.C., in its Articles of Organization, at the place designated in such Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of such position.

Dated: 8/16, 2000



JEFFREY S. WACHS