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OFFICE USE ONLY

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			August 22, 2000					
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	NEW FILINGS		AMENDMENTS		-			
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	Non Profit		Resignation of RA Officer/Director					
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OTHER FILINGS			REGISTRATION/QUALIFICATION
Annual Reports			Foreign
Fictitious Name			Limited Partnership
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ARTICLES OF ORGANIZATION OF FREDDIE INVESTMENTS, L.L.C.

ARTICLE I NAME

The name of this Limited Liability Company shall be FREDDIE INVESTMENTS, L.L.C. (the "Company).

ARTICLE II PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Company shall be 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146, and such other place or places as the member from time to time may determine. The mailing address of the Company is 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146.

ARTICLE III INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered agent of the Company shall be Atrium Registered Agents, Inc. The address of the initial registered agent is 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146.

IN WITNESS WHEREOF, the undersigned have caused these Articles of Organization to be executed on the 21st day of August, 2000, effective upon filing same with the Florida Department of State.

FREDDIE INVESTMENTS, L.L.C.

BY:

Dennis Ginsburg, Authorized Representative

) SS:	
COUNTY OF MIAMI-DADE)	
before me this 21st day of August, 2000, by Articles of Organization for FREDDIE INVEST. who is personally known to me, or who has	vledged before me that he executed the same freely
Alina Artamendi Commission # CC 731040 Expires April 6, 2002 BONDED THRU ATLANTIC BODD THRU	Printed Name of NOTARY PUBLIC
1,1,2	Commission Number

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 DESIGNATING ITS REGISTERED OFFICE AND REGISTERED AGENT IN FLORIDA.

1. The name of the limited liability company is:

Freddie Investments, L.L.C.

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

Atrium Registered Agents, Inc. 1500 San Remo Avenue, Suite 125 Coral Gables, Florida 33146

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

ATRIUM REGISTERED AGENTS, INC

By:_

DENNIS GINSBURG, Vice President

Date: AUG. 21, 2000