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3301 PONCE DE LEON BLVD.
SUITE 200
CORAL GABLES, FL 33134

TEL: (305) 461-5757
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E-MAIL: ECPINES@BELLSOUTH.NET

September 14, 2000

Florida Secretary of State
Division of Corporation
P.O. BOX 6327
Tallahassee, FL 32314

900003396959---4
-09/18/00--01124--026
****130.00 ****130.00

RE: RIVERWHITE, L.L.C.

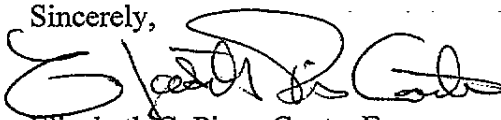
Dear Sir/Madam:

Enclosed please find the original Articles of Organization of RIVERWHITE, L.L.C. along with our check in the amount of \$130.00 made payable to Secretary of State.

Also find enclosed a copy of the Articles of Organization along with a self-addressed stamped envelope, so that a stamped copy of the Articles could be return to our office.

Thanking you in advance for your attention in this matter.

Sincerely,


Elizabeth C. Pines-Conte, Esq.

Enc.

FILED
00 SEP 18 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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OK

RIVERWHITE, L.L.C.

ARTICLES OF ORGANIZATION

The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I NAME

The name of the Limited Liability Company is ***Riverwhite, L.L.C.*** (the "Company").

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the Company is c/o 3301 Ponce de Leon Blvd., Suite 200, Coral Gables, FL 33134

ARTICLE III DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State and shall continue perpetually unless terminated: (1) in accordance with the Company's Regulations; (2) by the unanimous written agreement of all Members; (3) by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member; or (4) upon the occurrence of any other event which terminates the continued membership of a Member. However, upon any such termination event, the existence and business of the Company may be continued with the consent of a majority of the remaining Members of the Company or by amendment of these Articles of Organization providing for the continued existence of the Company.

ARTICLE IV PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

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00 SEP 18 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE V
MANAGEMENT**

The Company shall be managed by one manager and is, therefore, a manager-managed company. The name and address of the initial manager is:

Sofia del Pilar Hasbun
c/o 3301 Ponce de Leon Blvd., Suite 200, Coral Gables, FL 33134

The Manager shall serve in such capacity until the first annual meeting of the Members or until his successor is duly elected and qualified. The Manager shall conduct, carry on and manage the Company in the manner prescribed by and provided in the Regulations of the Company and the laws of the State of Florida. The Manager shall also have the rights and responsibilities described in the Company's Regulations.

**ARTICLE VI
ADDITIONAL MEMBERS**

Additional Members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Regulations of the Company.

**ARTICLE VII
REGULATIONS**

The power to adopt, alter, amend or repeal the Regulations of the Company shall be vested in the Members of the Company.

**ARTICLE VIII
REGISTERED AGENT, REGISTERED OFFICE,
& REGISTERED AGENT'S SIGNATURE**

The name and the Florida street address of the Registered Agent is:

Elizabeth C. Pines-Conte, Esq.
3301 Ponce de Leon Boulevard
Suite 200
Coral Gables, Florida 33134

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TALLAHASSEE, FLORIDA

In accordance with § 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. In witness whereof, the undersigned has hereunto set his hand and seal this 15th day of September, 2000.

Sofia del Pilar Hasbun
Sofia del Pilar Hasbun

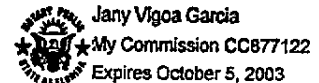
STATE OF FLORIDA
COUNTY OF Dade.

I HEREBY CERTIFY that on this day, personally appeared before me, a notary public duly authorized to take acknowledgments, Sofia del Pilar Hasbun, to me known to be the person who executed the above and foregoing Articles of Organization, for the purpose therein described.

WITNESS my hand and official seal at Miami, Dade County,
Florida this 13 day of September, 2000.

Jany Vigoa Garcia
Notary Public, State of
Florida at Large

My Commission Expires: October 5, 2003.



ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent 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 as provided for in Chapter 608, Florida Statutes.

Elizabeth C. Pines-Conte
Elizabeth C. Pines-Conte, Esq.

FILED
10 SEP 18 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA