



THE UNITED STATES
CORPORATION
COMPANY

L000000015186

ACCOUNT NO. : 072100000032

REFERENCE : 924853 82293A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 8, 2000

ORDER TIME : 12:06 PM

ORDER NO. : 924853-005

CUSTOMER NO: 82293A

CUSTOMER: Ms. Marlene Prego
Martinez-esteve & Lopez-castro

Suite 304
901 Ponce De Leon Boulevard
Coral Gables, FL 33134

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****160.00 ****160.00

DOMESTIC FILING

NAME: INDUSTRIAL WAREHOUSE
ASSOCIATES, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133

EXAMINER'S INITIALS:

DEPARTMENT OF STATE
DIVISION OF CORPORATE &
TALLAHASSEE, FLORIDA

RECEIVED
00 DEC -8 PM 12:5

00 DEC 8 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ARTICLES OF ORGANIZATION

OF

INDUSTRIAL WAREHOUSE ASSOCIATES, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, adopts the following Articles of Organization:

ARTICLE I

The name of the Limited Liability Company is: Industrial Warehouse Associates, LLC

ARTICLE II

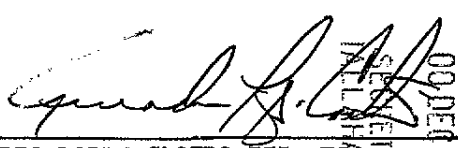
The mailing address and street address of the principal office of this Limited Liability Company is: 2740 N.W. 112th Avenue, Miami, FL 33172

ARTICLE III

The name and the Florida street address of the registered agent is:

Name: Amadeo Lopez-Castro III, Esq.
Address: 901 Ponce De Leon Blvd., Suite #304
Coral Gables, FL 33134

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 as provided for in Chapter 608, of the Florida Statutes.


AMADEO LOPEZ-CASTRO III, ESQ.
Registered Agent

This document was prepared by:
Amadeo Lopez-Castro III, Esq.
Martinez-Esteve & Lopez-Castro
901 Ponce De Leon Blvd., Suite 304
Coral Gables, FL 33134
(305) 441-2401
Florida Bar No. 0642241

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE IV

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company, and the name and address of such manager who is to serve as manager is:

Bernardo I. Kopel

2740 N.W. 112th Avenue
Miami, FL 33172

ARTICLE V

This LLC is to exist perpetually.

ARTICLE VI

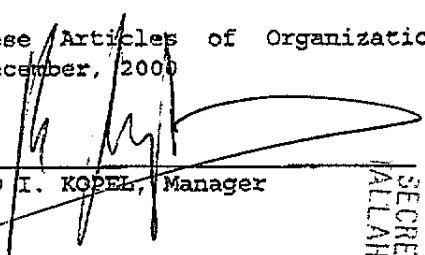
No additional members shall be admitted to the limited liability company except with the unanimous written consent of the member(s) of the limited liability company upon such terms and conditions as shall be determined by all the member(s).

ARTICLE VII

The right, if any, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

If an event of dissolution other than the entry of a decree of judicial dissolution occurs with respect to this Limited Liability Company, then the member of this Limited Liability Company may, by his written consent given within ninety (90) days after the event causing dissolution, allow the Limited Liability Company to continue to carry on its business and affairs after such event.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 6th day of December, 2000


BERNARDO I. KOPEL, Manager

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes and affirmation under penalties of perjury that the facts stated herein are true.

00 DEC -1st PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED