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ACCOUNT NO. : 072100000032

REFERENCE : 930333 7135588

AUTHORIZATION :

COST LIMIT : \$ 155.00

*Patricia Puyot*

ORDER DATE : December 13, 2000

ORDER TIME : 12:37 PM

ORDER NO. : 930333-005

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CUSTOMER NO: 7135588

CUSTOMER: Ellen Rose, Esq  
Therrel Baisden, P.a.

Suntrust International Center  
One S.e. 3rd Ave. Suite 2400  
Miami, FL 33131

DOMESTIC FILING

NAME: OKEECHOBEE EQUITIES, L.L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

*JB*  
12:13:00

APPROVED  
AND  
FILED  
00 DEC 13 PM 2:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
RECEIVED  
STATE  
DEC 13 PM 1:41  
SUPPORTING DOCUMENTS

ARTICLES OF ORGANIZATION  
FOR  
OKEECHOBEE EQUITIES, L.L.C.

ARTICLE I  
Name

The name of the Limited Liability Company is OKEECHOBEE EQUITIES, L.L.C.

ARTICLE II  
Address

The mailing address and street address of the principal office of the Limited Liability Company is: 407 Lincoln Road, Suite 9-L, Miami Beach, Florida 33139.

ARTICLE III  
Duration

This period of duration for the Limited Liability Company shall be: PERPETUAL.

ARTICLE IV  
Purpose

This Limited Liability Company is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Limited Liability Company Act.

ARTICLE V  
Registered Agent

The street address of the initial registered office of the Limited Liability Company shall be Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131 and the name of the initial registered agent of the Limited Liability Company at that address is ELLEN ROSE,

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TALLAHASSEE, FLORIDA

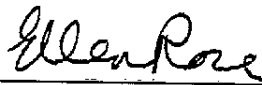
ARTICLE VI  
Management

The Limited Liability Company is to be managed by a manager and the name and the address of the manager is:  
HAIM WIENER, 407 LINCOLN ROAD SUITE 9-L, MIAMI BEACH FLORIDA 33139.

ARTICLE VII  
Effective Date

Pursuant to Florida Statute Section 608.409, the Limited Liability Company's existence shall be effective as of December 13, 2000 which is within five (5) business days prior to the date these Articles of Organization are filed with the Department of State.

The undersigned authorized representative of a member of OKEECHOBEE EQUITIES, L.L.C., hereby executes these articles of organization on this 13 day of December, 2000.

  
ELLEN ROSE, authorized  
representative by Power of  
Attorney

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 OKEECHOBEE EQUITIES, L.L.C.
2. The name and the Florida street address of the registered agent and office are:

ELLEN ROSE, Esquire  
Therrel Baisden, P.A.  
SunTrust International Center  
One S.E. 3rd Avenue, Suite 2400  
Miami, Florida 33131

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, F.S.

  
ELLEN ROSE

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