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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 922-4003

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

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LIMITED LIABILITY COMPANY

H.C. PROPERTIES L.L.C.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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ARTICLES OF ORGANIZATION OF

H.C. PROPERTIES, L.L.C.

The undersigned hereby executes these Articles for the purpose of forming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further declares that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company (the "Company").

ARTICLE I

NAME

The name of the Company shall be H.C. PROPERTIES, L.L.C.

ARTICLE II

PRINCIPAL PLACE OF BUSINESS

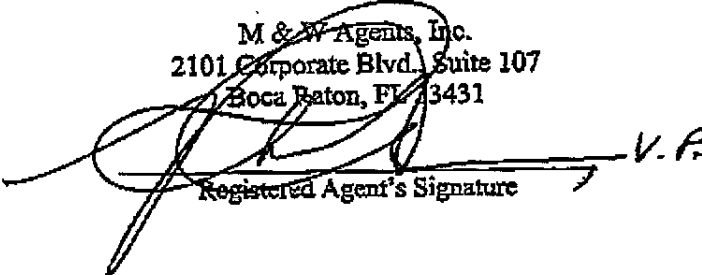
The mailing address and street address of the principal office of the Company are 6578 Landings Court, Boca Raton, Florida 33496.

ARTICLE III

REGISTERED OFFICE AND
REGISTERED AGENT

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

M & W Agents, Inc.
2101 Corporate Blvd., Suite 107
Boca Raton, FL 33431


Registered Agent's Signature

Robert A. Chaves, Esq.
Teschar Chaves Rubin & Forman, PA
2101 Corporate Blvd., Suite 107
Boca Raton, Florida 33431
(561) 998-7847
Fla. Bar No. 283525

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ARTICLE IV
MANAGEMENT

The Company is to be a manager-managed Company.

ARTICLE V
DURATION

The Company shall commence upon filing of these Articles and shall continue in perpetuity unless sooner terminated by operation of law or agreement among the Company's members.

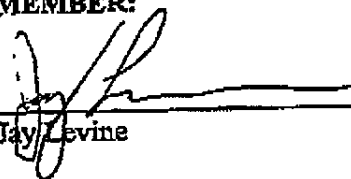
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TALLAHASSEE, FLORIDA

The undersigned, being an original member of the Company, hereby certifies that the foregoing constitutes the Articles of Organization of H.C. Properties, L.L.C.

Executed by the undersigned on March 6, 2001.

MEMBER:


Jay Levine

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