

CORPORATE
ACCESS,
INC.

LO1000004087

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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01 MAR 16 PM 1:00
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFIED COPY

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1.) Equistar Real Estate Group, L.C.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

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3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

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DIVISION OF CORPORATION

LOI-4087

OR

SPECIAL INSTRUCTIONS

Articles of Organization
Of
Equistar Real Estate Group, L.C.

The undersigned, as the authorized representative of the initial members of Equistar Real Estate Group, L.C., a Florida limited liability company (the "Company"), hereby forms a limited liability company under the laws of the State of Florida.

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TALLAHASSEE, FLORIDA

Article I – Name

The name of this Company is:

Equistar Real Estate Group, L.C.

Article II – Principal Office

The mailing address and street address of the principal office of the Company is:

9375 SW 93 Place
Miami, Florida 33176

Article III – Duration

The Company shall commence its existence upon the filing of these Articles of Organization with the Secretary of the State of Florida. The Company shall have perpetual existence.

Article IV – Management

The Company shall be managed by one (1) or more Managers designated from time to time by the Members of the Company and is, therefore, a Manager-managed company. The name and address of the initial Manager is:

John Yanopoulos
9375 SW 93 Place
Miami, Florida 33176

Article V – Admission of Additional Members

The Company may admit additional Members upon the unanimous approval of then existing Members of the Company.

Article VI – Limitation on Agency Authority of Members

No Member of the Company shall be an agent of the Company solely by virtue of being a Member, and no Member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a Member.

Article VII – Registered Agent

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

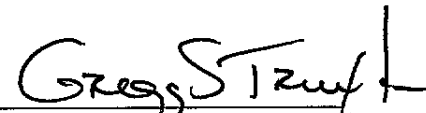
Bolaños Truxton, P.A.
12800 University Drive, Suite 340
Ft. Myers, Florida 33907

Article VIII – Amendment

These Articles of Organization may be amended or repealed upon the unanimous approval of then existing Members of the Company.

In Witness Whereof, the undersigned has executed the foregoing Articles of Organization as the authorized representative of the initial Members of the Company as of this 13 day of March, 2001.

Authorized Representative:


Gregg S. Truxton

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT UPON WHOM
SERVICE OF PROCESS WITH THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 608.415 and 608.507, Florida Statutes:

Having been appointed registered agent of Equistar Real Estate Group, L.C., in its Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that he is familiar with, and accepts, the obligations of such position.

Bolaños Truxton, P.A.

By: Greg S. Truxton
Greg S. Truxton
12800 University Drive, Suite 340
Ft. Myers, Florida 33907

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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