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EDWARD HEILBRONNER
1938 - 2000

* BOARD CERTIFIED IN REAL ESTATE

MJH

April 20, 2001

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Surfside Empire, L.L.C.

300004044383--7
-04/23/01--01122--011
****155.00 ****155.00

To Whom It May Concern:

Enclosed are an original and one copy of Articles of Organization for the above-captioned limited liability company. Also enclosed is a check in the amount of \$155.00 to cover the filing fee, registered agent designation fee and the certified copy fee. Please send to me a certified copy of the filed Articles of Organization.

If you have any questions, please do not hesitate to call me.

Sincerely,



Barry S. Schinder

BSS:sy
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

SURFSIDE EMPIRE, L.L.C.

ARTICLE I

NAME OF COMPANY

The name of this limited liability company shall be: SURFSIDE EMPIRE, L.L.C. (the "Company").

ARTICLE II

ADDRESS

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

273 N.W. 37th Way
Deerfield Beach, Florida 33442

ARTICLE III

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Company's initial Registered Agent and Registered Office in the State of Florida shall be:

BARRY S. SCHINDER
c/o Atkinson, Diner, Stone,
Mankuta & Ploucha, P.A.
1946 Tyler Street
Hollywood, Florida 33020

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TALLAHASSEE, FLORIDA

ARTICLE IV

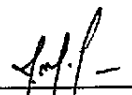
MANAGEMENT OF THE COMPANY

The Company is to be a manager-managed company. The name and address of the managing member is:

Todd Cassidy
273 N.W. 37th Way
Deerfield Beach, Florida 33442


THE UNDERSIGNED, a member of the Company, for the purpose of forming a limited liability company to do business within the State of Florida, does make and file these Articles of Organization, hereby declaring and certifying that the facts stated are true.

Dated: 4/6, 2001



TODD CASSIDY

The undersigned hereby accepts the foregoing designation as initial Registered Agent, is familiar with, accepts and agrees to comply with the provisions of law applicable to said designation.



BARRY S. SCHINDER