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Florida Department of State

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From:
Account Name : JORGE GAVIRIA
Account Number : I20000000245
Phone : (305) 666-8844
Fax Number : (305) 667-7004

LIMITED LIABILITY COMPANY
BEACON OUTPARCEL 2, L.L.C.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Katharine Harris
Secretary of State

July 16, 2001

JORGE GAVIRIA

SUBJECT: BEACON OUTPARCEL 2, L.L.C.
REF: W01000016295

TALLAHASSEE, FLORIDA

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

THE REGISTERED AGENT LISTED IN YOUR ARTICLES OF ORGANIZATION MUST BE IDENTICAL THROUGHOUT THE DOCUMENT.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Agnes Lunt
Document Specialist

FAX Aud. #: H01000081122
Letter Number: 501A00041632

**ARTICLES OF ORGANIZATION
OF
BEACON OUTPARCEL 2, L.L.C.**

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TALLAHASSEE, FLORIDA

The undersigned, for purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I- NAME

The name of the limited liability company shall be BEACON OUTPARCEL 2, L.L.C. The principal place of business of the Company in Florida shall be:

The mailing address shall be: 7925 NW 12TH ST., MIAMI, FLORIDA 33126.

ARTICLE II- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall terminate not later than 30 years, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE III-PURPOSE AND POWERS

The general purpose for which the Company is organized is to engage in any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV- REGISTERED OFFICE AND AGENT

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

Jorge Gaviria, P.A.

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9769 S. Dixie Hwy. Suite 101
Miami, Florida 33156

ARTICLE V- CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property set forth as follows:

Eduardo Gutierrez	23.33%
William Alvarez	23.33%
Klever Rosales	23.33%
Stephen J. DiGiacomo	30%

** The above figures are estimates only, and may be adjusted in accordance with the shareholders agreement.

ARTICLE VI- ADDITIONAL CAPITAL CONTRIBUTION

Each member shall make additional capital contributions to the Company only upon the majority consent of the members.

ARTICLE VII- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the majority written consent of all members of the Company and upon such terms and conditions as shall be determined by the said majority of members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless the majority of the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent. Furthermore, the members interest is subject to a shareholder agreement and certain restrictions therein.

Voting rights shall be subject to the members compliance with the demanded contributions. In the event that a member fails to tender the amount due as determined by the majority, said member's voting rights shall cease until said member satisfies his obligation therein.

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ARTICLE VII- TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members.

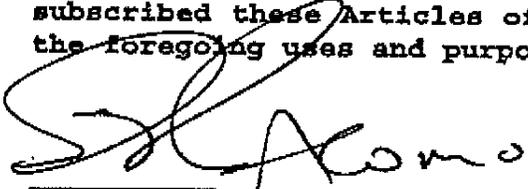
ARTICLE IX- MANAGEMENT

The Company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial manager of the Company is Stephen J. DiGiacomo 7925 NW 12th st., No. 129, Miami, Florida 33126.

ARTICLE X- MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special, regular, or annual meetings of the Board of Directors by means of conference telephone or similar communications equipment as provided by Florida Law.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Miami, Florida, for the foregoing uses and purpose this July 12, 2001.



Stephen J. DiGiacomo

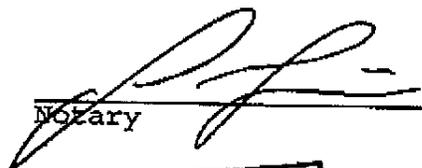
Before me personally appeared, Stephen J. DiGiacomo to me well known to be the organizers of the above limited liability company, who produced his drivers license and who subscribed the above Articles of Organization, and he freely and voluntarily acknowledged before me according to law that he made the same for the uses and purpose mentioned and set forth in it.

IN WITNESS WHEREOF, I have set my hand and affixed my official



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seal this July 12, 2001.



Notary

OFFICIAL NOTARY SEAL
JORGE GAVIRIA
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC769484
MY COMMISSION EXP. AUG. 13, 2002

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TALLAHASSEE, FLORIDA

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/ REGISTERED OFFICE

Under the provisions of F.S. 608.414 or 608.507,
BEACON OUTPARCEL 2, L.L.C.

submits the following statement to designate a registered office and registered agent in the state of Florida:

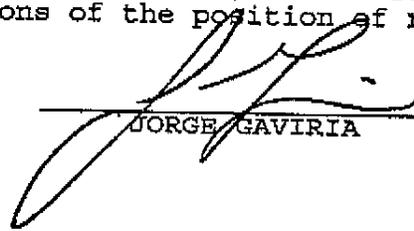
1. The name of the limited liability company is

BEACON OUTPARCEL 2, L.L.C.

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

Jorge Gaviria, P.A.
9769 S. Dixie Hwy.
Suite 101
Miami, Florida 33156

The undersigned, being the person named in the articles of organization of **BEACON OUTPARCEL 2, L.L.C.**, as registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



JORGE GAVIRIA