SUNTRUST INTERNATIONAL CENTER
ONE SOUTHEAST THIRD AVENUE
SUITE 960
MIAMI, FLORIDA 33131

LESLIE ALAN ROZENCWAIG ROSARIO FERRERO - CARR TELEPHONE (305) 379-6100 TELEFAX (305) 379-6808 E-Mail: BIZLITLAW@aol.com

July 27, 2001

MUH

PERSONAL AND CONFIDENTIAL

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

7/30

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RE:

Our Client File Number 1039(a)

Dear Sir or Madam:

Enclosed please find the original as well as a copy of the Articles of Organization of Flagler Square, L.C. and a check in the amount of One Hundred Twenty-Five Dollars (\$125.00) representing the filing fee. Please process the same accordingly.

Cordially,

LESTIE ALAN ROZENCWAIG, P.A.

ROSARIO FERRERO-CARR, ESQ.

For the Firm

RFC/cg Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FINGE

ARTICLES OF ORGANIZATION OF FLAGLER SQUARE, L.C.

Article I Name

The name of the Limited Liability Company is: FLAGLER SQUARE, L.C.

Article II Address

The mailing address and street address of the principal office of the Limited Liability Company is: 11377 West Flagler Street, Miami, Florida 33174.

Article III Registered Agent

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

Leslie Alan Rozencwaig, P.A. One S.E. Third Avenue, Suite 960 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.

Leslie Alan Rozencwaig, Esq.

Article IV Management

(CHECK BOX IF APPLICABLE)

The Limited Liability Company is to be managed by one manager or more managers therefore, a manager-managed company.

Mirella Zayas-Bazan

Member/authorized representative of Member (In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true)

Article V Managing Member

The managing member is Mirella Zayas-Bazan, whose address is 11377 West Flagler Street, Miami, Florida 33174.