

Division of Corporations

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Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : FILINGS, INC.
Account Number : 072720000101
Phone : (850) 385-6735
Fax Number : (954) 641-4192

LIMITED LIABILITY COMPANY

DMI OPERATING L.L.C.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION

FOR

DMI OPERATING L.L.C.

I.

NAME

The name of the limited liability company (the "Company") is

DMI OPERATING L.L.C.

II.

DURATION

The period of duration of the Company is perpetual unless terminated pursuant to its Operating Agreement.

III.

BUSINESS ADDRESS

The mailing address and principal place of business of the Company 19505 Collins Avenue, Miami Beach, Florida 33160.

IV.

REGISTERED AGENT

The name and address of the initial registered agent of the Company in the State of Florida is GARY L. BROWN, 4000 Hollywood Boulevard, Suite 265-South, Hollywood, Florida 33021.

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V.

ADDITIONAL MEMBERS

The Company shall initially have one (1) Member. No additional Members shall be added except by consent of the owners of a majority of the Membership Interests in the Company.

VI.

CONTINUITY OF BUSINESS

The right, if given, of the remaining Members of the Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company shall be as set forth in the Operating Agreement of the Company.

VII.

MANAGEMENT

Subject to the right(s) of the Members to elect a new Manager or Managers or to otherwise render the Company a Member-Managed Company pursuant to the Operating Agreement of the Company, the day-to-day management of the Company is initially reserved to the following named Manager:

Manager

DMI OPERATING MANAGEMENT
CORP., a Florida corporation

Address

19505 Collins Avenue
Miami Beach, Florida 33160

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CLERK OF DISTRICT COURT
MIAMI BEACH, FLORIDA

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VIII.

SUBSCRIBER

The name and address of the person executing these Articles of Organization as a Member of the Company is OCEAN ROC MOTEL, INC., a Florida corporation, by its Vice President DALE BROWN, 19505 Collins Avenue, Miami Beach, Florida 33160.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 3rd day of August, 2001.

OCEAN ROC MOTEL, INC., a Florida corporation

By: DALE BROWN
DALE BROWN, Vice President

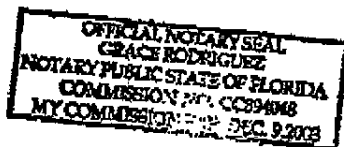
STATE OF FLORIDA

COUNTY OF BROWARD

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BEFORE ME, a Notary Public authorized in the County and State set forth above, personally appeared DALE BROWN, as Vice President of OCEAN ROC MOTEL, INC., a Florida corporation, personally known to me, or who has produced as identification, to be the person who, as a Member, executed the foregoing Articles of Organization of DMI OPERATING L.L.C., and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State last aforesaid, this 3 day of August, 2001.



Grace Rodriguez
NOTARY PUBLIC - State of Florida

Name of Notary - Please Print

My Commission Expires:

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ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED COMPANY, AT THE PLACE DESIGNATED IN ARTICLE IV OF THESE ARTICLES OF ORGANIZATION, THE UNDERSIGNED HEREBY ACKNOWLEDGES THAT HE IS FAMILIAR WITH, AND ACCEPTS, THE OBLIGATIONS OF THAT POSITION, AND FURTHER AGREES TO ACT IN THIS CAPACITY, AND TO COMPLY WITH THE COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 3RD DAY OF AUGUST, 2001.



GARY L. BROWN

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SEAL
TALLAHASSEE, FLORIDA

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