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M E M O R A N D U M

Date: AUGUST 16, 2001

To: _____

Firm: SECRETARY OF STATE

500004540775--1

From: MARTIN I. BODZIN, ESQ.

08/17/01 01094-003
***125.00 ***125.00

Re: 628 DUVAL, LLC

Message: ENCLOSED PLEASE FIND MY TRUST ACCOUNT CHECK NO. _____
THE SUM OF \$125.00, AND PROPOSED ARTICLES OF ORGANIZATION
OF 628 DUVAL, LLC.

PLEASE REGISTER THE LLC ACCORDINGLY AND RETURN A COPY TO
YOUR EARLIEST CONVENIENCE.

I THANK YOU FOR YOUR ALWAYS KIND ATTENTION AND
COOPERATION.

FILED
01 AUG 17 PM 5:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L01-14120
Q

ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:
628 DUVAL, LLC

ARTICLE II - Address:

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

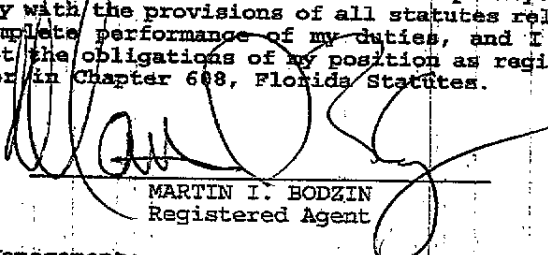
628 DUVAL STREET
KEY WEST, FLORIDA 33040

ARTICLE III - Registered Agent, Registered Office, and Registered Agent's Signature

The name and the Florida street address of the Registered Agent are:

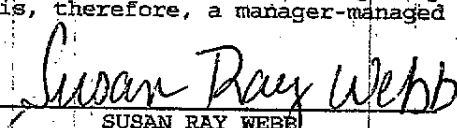
MARTIN I. BODZIN, ESQ.
SUITE 240, ONE PARK PLACE
621 NORTHWEST 53RD STREET
BOCA RATON, FLORIDA 33487

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 as provided for in Chapter 608, Florida Statutes.


MARTIN I. BODZIN
Registered Agent

ARTICLE IV - Management:

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


SUSAN RAY WEBB
Signature of Member

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes and affirmation under the penalties of perjury that the facts stated are true.

FILED
01 AUG 17 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA