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Law Offices

Irving Shimoff

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100 Southeast 2nd Street
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August 30, 2001

MAJIA

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

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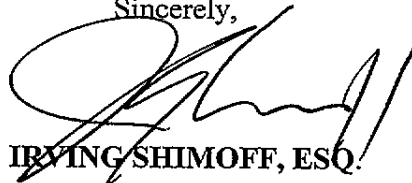
Re: 5020 Biscayne, L.C.

Gentlemen:

Enclosed herewith please find original Articles of Organization with respect to the above, together with my Trust Account check to your order in the sum of \$155.00.

Would you please be good enough to file the enclosed Articles of Organization, and, after filing, please return a stamped copy to me. An additional copy of the Articles of Organization is herewith enclosed along with a self addressed, stamped envelope.

Sincerely,


IRVING SHIMOFF, ESQ.

Enclosure

cc: Robert Curran (via telefax w/o encl.)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF ORGANIZATION

OF

5020 BISCAYNE, L.C.

The undersigned, for the purpose of forming a Limited Liability Company under Florida Statutes, hereby adopts the following Articles of Organization.

ARTICLE I - Name

The name of the Limited Liability Company is 5020 Biscayne, L.C. (the "Company").

ARTICLE II - Address

The street address of the initial principal office and mailing address of the Company is c/o Irving Shimoff, Esq., Bank of America Tower, 100 Southeast 2nd Street, Suite 3920, Miami, Florida 33131.

ARTICLE III - Duration

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV - Management

The Limited Liability Company is to be managed by a manager and the name and address of the manager is:

Irving Shimoff
100 S.E. 2nd Street
Suite 3920
Miami, FL 33131

ARTICLE V - Members Rights to Continue Business

The remaining members of the Company shall have the right 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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VI - Commencement

The existence of the Company shall commence upon the filing of these Articles of Organization with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned, a member of the Company, has executed these Articles of Organization this 30 day of August, 2001.



IRVING SHIMOFF

CERTIFICATION OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF Section 608.415 or 608.507, Florida Statute, the undersigned limited liability company submits the following statement in designating the Registered Office/Registered Agent in the State of Florida.

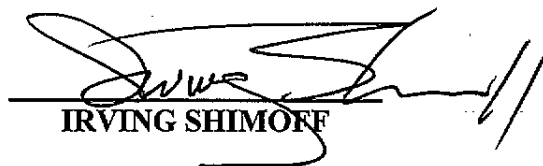
1. The name of the limited liability company is:

5020 BISCAYNE, L.C.

2. The name and address of the Registered Agent and Office is:

Irving Shimoff, Esq.
Bank of America Tower
100 Southeast 2nd Street
Suite 3920
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 stated 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.


IRVING SHIMOFF

Dated: August 30, 2001