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VIA FEDERAL EXPRESS

September 5, 2001

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Florida Department of State
Division of Corporations
49 Gaines Street
Tallahassee, Florida 32399

L01-15973

**Re: Formation of Starr Realty Osceola #7, Starr Realty Osceola #8,
a Florida Limited Liability Company**


Dear Sir/Madam:

Enclosed and filed herewith are the Articles of Organization and one copy for the above limited liability companies and our check in the amount of \$250.00 for the filing fees and associated costs.

If you have any questions, please call me.

Very truly yours,

W. RODGERS MOORE, P.A.


W. Rodgers Moore

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Enclosures
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ARTICLES OF ORGANIZATION

OF

STARR REALTY OSCEOLA NO. 7, LLC, A Florida Limited Liability Company

ARTICLE I
NAME

The name of this limited liability company is: STARR REALTY OSCEOLA NO. 7, LLC.

ARTICLE II
ADDRESS

The address of the place of business and the mailing address of the limited liability company are 8352 Huntsman Place, Boca Raton, Fl. 33433.

ARTICLE III
MANAGEMENT


This limited liability company is to be manager managed.

ARTICLE IV
REGISTERED AGENT

The name and address of the initial registered agent for service is W. Rodgers Moore, Esq., Suite 160, 2424 North Federal Highway, Boca Raton, Florida 33431.

Executed this 5th day of September, 2001.

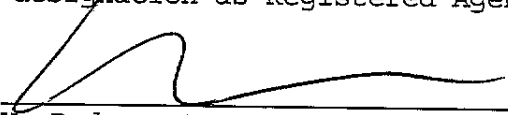
MEMBER


Henry Depp

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ACCEPTANCE OF REGISTERED AGENT

The undersigned Registered Agent, who is a resident of Palm Beach County, Florida, resides at 7623 Sierra Terrace, Boca Raton, Florida 33433 and whose office address is Suite 160 2424 North Federal Highway, Boca Raton, Florida 33431, accepts designation as Registered Agent.


W. Rodgers Moore

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