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**LIMITED LIABILITY COMPANY**

**61 HARBOR WAY, L.L.C.**

Certificate of Status	1
Certified Copy	0
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**ARTICLES OF ORGANIZATION OF  
61 HARBOR WAY, L.L.C.**

The undersigned manager hereby certifies that the members have associated themselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. I further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I  
NAME**

The name of the limited liability company shall be **61 HARBOR WAY, L.L.C.** (the "Company").

**ARTICLE II  
ADDRESS OF PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of this Company shall be 18305 Biscayne Boulevard, Suite 400, Aventura, Florida 33160.

**ARTICLE III  
REGISTERED AGENT**

The name and address of the initial registered agent in the State of Florida is as follows: Nancy B. Colman, Esq., Dreier Baritz & Colman, 150 East Palmetto Park Road, Suite 750, Boca Raton, Florida 33432.

**ARTICLE IV  
DURATION**

This Company shall have perpetual existence, unless sooner dissolved in a manner provided by law, as herein set forth or as provided in the Operating Agreement adopted by the members.

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**ARTICLE V  
MANAGEMENT**

The Company will be managed by a manager(s) in accordance with the Company's Operating Agreement. The name and address of the manager(s) is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Steven Goodstein	18305 Biscayne Blvd., Suite 400, Aventura, Florida 33160
Mordechay Shahak	18305 Biscayne Blvd., Suite 400, Aventura, Florida 33160

**ARTICLE VI  
RESTRICTIONS ON MEMBERSHIP**

Members shall have the right to admit or not admit new members as more particularly set forth in the Operating Agreement, and otherwise complying with and agreeing to the terms and provisions of the Operating Agreement.

**ARTICLE VII  
MEMBERS' RIGHTS TO CONTINUE BUSINESS**

Upon the death, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company, the existence of the Company shall continue.

Executed by the undersigned member(s) at Aventura, Florida on the 10<sup>th</sup> day of December, 2001.

61 HARBOR WAY, LLC

By: [Signature]

Manager

STATE OF FLORIDA  
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of December, 2001, by Steven Goodstein. He  is personally known to me or  has produced \_\_\_\_\_ as identification.



Karen L. Richman  
Commission # CC 988592  
Expires Dec. 17, 2004  
Bonded Thru  
Atlantic Bonding Co., Inc.

[Signature]  
Notary Public

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**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT**

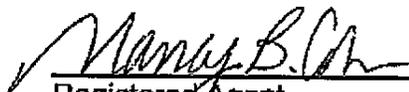
PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

The name of the limited liability company is **61 HARBOR WAY, L.L.C.**

The name of the initial registered agent of the limited liability company is Nancy B. Colman, Esq., Dreier Baritz & Colman, 150 East Palmetto Park Road, Suite 750, Boca Raton, Florida 33432.

**REGISTERED AGENT ACCEPTANCE**

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 that 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.

  
Registered Agent

Date: December 10, 2001