

ACCOUNT NO.: 072100000032

REFERENCE: 717024

7128835

AUTHORIZATION:

COST LIMIT :

ORDER DATE: January 16, 2002

ORDER TIME : 10:01 AM

ORDER NO. : 717024-005

CUSTOMER NO:

7128835

CUSTOMER: Ms. Carol Truel

Richard S. Lehman, Attorney At

2600 North Military Trail

Suite 270

Boca Raton, FL 33431

DOMESTIC FILING

NAME:

WATERLOFTS, LLC

000004777840--2

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ____ CERTIFIED COPY

NOTES: CLIENT NEEDS TODAY FOR CLOSING IF POSSIBLE.

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

Pursuant to § 608.407, Florida Statutes, the articles of organization must set forth the following:

ARTICLE I.

Name

The name of the Limited Liability Company is:

Waterlofts LLC

ARTICLE II.

Address

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

Suite 2980 Two So. Biscayne Boulevard Miami, FL 33131

ARTICLE III.

Registered Agent, Registered Office, & Registered Agent's Signature.

Jacques Claudio Stivelman Suite 2980 Two So. Biscayne Bouelvard Miami, FL 33131

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, F.S.

Jocques Claudo Stuvetma
Registered Agent's Signature

ARTICLE IV.

Management

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

Signature of member or an authorized representative of a member

Jacques Claudio Stivelman

Typed or Printed Name of Signee

JAN 16 AMII: