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To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

LIMITED LIABILITY COMPANY

south bay development viii, llc

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ARTICLES OF ORGANIZATION
FOR
SOUTH BAY DEVELOPERS VIII, LLC

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The undersigned, for purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I
NAME

The name of the limited liability company is South Bay Developers VIII, LLC (the "Company").

ARTICLE II
PRINCIPAL OFFICE


The mailing address and street address of the principal office of the Company is 104 Crandon Blvd., Suite 306, Key Biscayne, Florida 33149.

ARTICLE III
REGISTERED AGENT, REGISTERED OFFICE AND
REGISTERED AGENT'S SIGNATURE

The name and the street address of the Company's registered agent in Florida are:

Leonardo F. Brito, P.A.
Name
1001 Brickell Bay Drive, Suite 1710
Street Address
Miami, Florida 33131
City, State Zip

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 provide for in Florida Statutes Chapter 608.


Registered Agent's Signature

ARTICLE IV
MANAGEMENT

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

IN WITNESS WHEREOF, the undersigned authorized representative, in accordance with Florida Statutes Section 608.108(3), affirms under the penalties of perjury that the facts stated herein are true and, further, makes and subscribes these Articles of Organization in Miami, Florida, this 6th day of February 2001.


Leonardo F. Brito

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