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ACCOUNT NO. : 072100000032

REFERENCE : 480851 7108498

AUTHORIZATION :

Patricia Piguet

COST LIMIT : \$ 155.00

ORDER DATE : February 8, 2002

ORDER TIME : 10:50 AM

ORDER NO. : 480851-005

CUSTOMER NO: 7108498

CUSTOMER: Richard J. Alan Cahan, Esq
Becker & Poliakoff, P.a.
Richard J. Alan Cahan, Esq
Suite 100
5201 Blue Lagoon Drive
Miami, FL 33126

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: DEVELOPMENT CONSULTANTS OF
MIAMI, L.L.C.

EFFECTIVE DATE:

600004896576--2

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

JP
2-8-02

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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AND
FILED

**ARTICLES OF ORGANIZATION
OF
DEVELOPMENT CONSULTANTS OF MIAMI, L.L.C.**

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, Florida Statutes, entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization:

ARTICLE I - NAME

The name of this limited liability company (the "Company") shall be **DEVELOPMENT CONSULTANTS OF MIAMI, L.L.C.**

ARTICLE II - DURATION

The Company shall exist for not more than 30 years from the filing date of these Articles.

ARTICLE III - PURPOSE

The limited liability company is being formed for the purpose of engaging in any activities or business permitted for a limited liability company under the laws of the State of Florida.

ARTICLE IV - INITIAL PLACE OF BUSINESS

The initial principal place of business of the Company shall be 7440 S. W. 142ND Avenue, Miami, Florida 33183 and the initial mailing address of the Company is 7440 S. W. 142ND Avenue, Miami, Florida 33183.

**ARTICLE V - REGISTERED OFFICE
AND REGISTERED AGENT**

The registered office of the Company shall be Suite 100, 5201 Blue Lagoon Drive, Miami, Florida 33126, and such other place or places as the members from time to time may determine. The name

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STATE OF FLORIDA

of the initial registered agent located at that address shall be Richard J. Alan Cahàn.

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted upon the approval of the Membership Interests of the Company, as defined in the Operating Agreement of the Company (the "Operating Agreement"), upon the written application of such new member and in the manner set forth in the Operating Agreement.

ARTICLE VII - INITIAL MEMBERS

The names, addresses ownership interests of the initial members are as follows:

<u>NAME</u>	<u>OWNERSHIP INTERESTS</u>	<u>ADDRESS</u>
ALBERTO HOYO and DOLORES HOYO, as Tenants by the Entirety	33.334%	7440 S. W. 142nd Avenue Miami, FL 33183
JUAN CARLOS BILLOCH and MARIA CRISTINA BILLOCH, as Tenants by the Entirety	33.333%	9390 S. W. 148th Street Miami, FL 33176
CARLOS A. HOYO and GEORGETTE HOYO, as Tenants by the Entirety	33.333%	15521 S. W. 115th Terrace Miami, FL 33196

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OF THE COUNTY OF DADE

ARTICLE VIII - MANAGEMENT OF BUSINESS

Subject to the terms of the Operating Agreement, the business of the Company shall be managed by the following Managers:

<u>NAME</u>	<u>ADDRESS</u>
ALBERTO HOYO	7440 S. W. 142nd Avenue Miami, FL 33183
JOHN BILLOCH	9390 S. W. 148th Street Miami, FL 33176
CARLOS HOYO	15521 S. W. 115th Terrace Miami, FL 33196

ARTICLE IX -

WITHDRAWAL, RETIREMENT, DEATH, BANKRUPTCY OR EXPULSION

Subject to the terms and conditions of the Operating Agreement upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, the Company shall be dissolved unless a majority of the Membership Interests, as defined subject to the terms and conditions of the Operating Agreement, consent to continue the business of the Company, or by amendment to these Articles of Organization providing for the continued existence of the Company subsequent to the foregoing events.

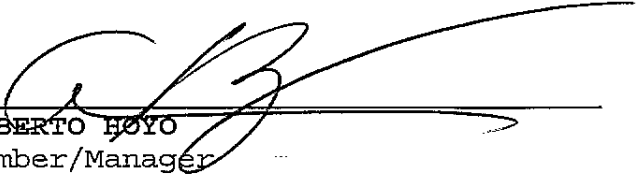
ARTICLE X - OPERATING AGREEMENT

The members of the limited liability company shall adopt the Operating Agreement containing all provisions for the regulation and management of this company not inconsistent with law or these articles. The power to alter, amend or repeal the Operating Agreement shall be vested in the Members of this Company. For purposes of these Articles of Organization and any other matter relating to the Company, the Operating Agreement of the Company shall be deemed the Regulations of the Company pursuant to appropriate provisions of Florida Statutes and the terms "Operating Agreement" and "Regulations" may be used interchangeably.

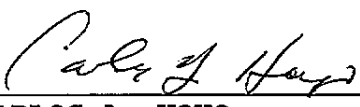
ARTICLE XI - AMENDMENTS

These Articles may be amended from time to time pursuant to the terms and conditions set forth in the Operating Agreement, and the Amendment shall be filed, duly signed by a majority of the Membership Interests of the Company, with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on the 5th day of February, 2002.

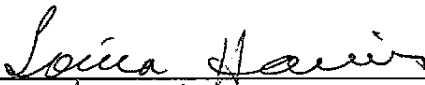

ALBERTO HOYO
Member/Manager


JUAN CARLOS BILLOCH
Member/Manager

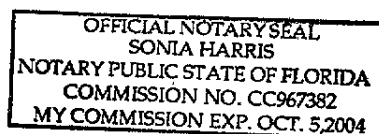

CARLOS A. HOYO
Member/Manager

STATE OF FLORIDA)
) SS.
COUNTY OF MIAMI-DADE)

The foregoing Articles of Organization was acknowledged before me this 5th day of February, 2002 by ALBERTO HOYO, Member/Manager who is personally known to me ~~or has produced his~~ as identification.


SONIA HARRIS, Notary Public
State of Florida

My Commission Expires:

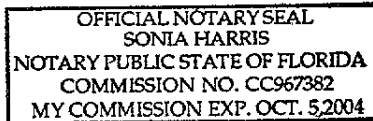


STATE OF FLORIDA)
) SS.
COUNTY OF MIAMI-DADE)

The foregoing Articles of Organization was acknowledged before me this 5th day of February, 2002 by **JUAN CARLOS BILLOCH**, Member/Manager who is personally known to me ~~or has produced his~~ as identification.

Sonia Harris
Sonia Harris, Notary Public
State of Florida

My Commission Expires:

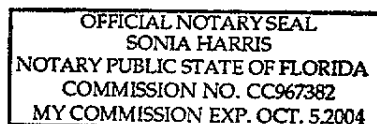


STATE OF FLORIDA)
) SS.
COUNTY OF MIAMI-DADE)

The foregoing Articles of Organization was acknowledged before me this 5th day of February, 2002 by **CARLOS A. HOYO**, Member/Manager who is personally known to me ~~or has produced his~~ as identification.

Sonia Harris
Sonia Harris, Notary Public
State of Florida

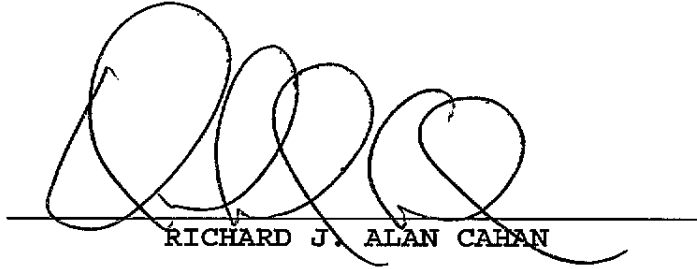
My Commission Expires:



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CLERK OF STATE
MIAMI, FLORIDA

REGISTERED AGENT ACCEPTANCE

I hereby accept appointment to act as the initial registered agent for this Limited Liability Company, **DEVELOPMENT CONSULTANTS OF MIAMI, L.L.C.**, as stated in the Articles of Organization.



RICHARD J. ALAN CAHAN

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA