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AL

LIMITED LIABILITY COMPANY

the stars realty group, llc

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DIVISION OF CORPORATION

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ARTICLES of ORGANIZATION
of
THE STARS REALTY GROUP, LLC,
A Florida Limited Liability Company

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SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
02 MAR 13

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

ARTICLE I - NAME

The name of the limited liability company shall be **THE STARS REALTY GROUP, LLC, a Florida Limited Liability Company** (hereinafter referred as the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 20895 East Dixie Highway, Aventura, Florida 33180.

ARTICLE III - DURATION

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual, unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is Linda Marx, 20895 East Dixie Highway, Aventura, Florida 33180.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth as follows:

Linda Marx - \$50.00

Frank Richman - \$50.00

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

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ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except upon the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her or its interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her or its interest approve of the proposed transfer by written consent.

ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of all the remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is Linda Marx, 20895 East Dixie Highway, Aventura, Florida 33180.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Davie, Florida, on the 12th day of March, 2002.

By: Linda Marx
Linda Marx

By: Frank Richman
Frank Richman

Sworn to and subscribed before me this 12th day of March, 2002, by Linda Marx, who is personally known to me or who has produced FL D/C as identification and did take an oath, and Frank Richman, who is personally known to me or who has produced FL D/C as identification and did take an oath.

Matthew F. Yon
Notary Public State of Florida at Large
Name: Matthew F. Yon.

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.415 or 608.507, **THE STARS REALTY GROUP, LLC, a Florida Limited Liability Company**, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is **THE STARS REALTY GROUP, LLC**
2. The name and street address of the registered agent in Florida are:

Linda Marx, 20895 East Dixie Highway, Aventura, Florida 33180.

The undersigned, being the person named in the articles of organization of **THE STARS REALTY GROUP, LLC**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent as provided for in Chapter 608, Florida Statutes.


LINDA MARX

Registered Agent

Sworn to and subscribed before me this 12th day of March, 2002, by Linda Marx, who is personally known to me or who has produced FL D/C as identification and did take an oath.

Notary Public State of Florida at Large
Name:

(Seal)

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