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M E M O R A N D U M

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***125.00 ***125.00

Date: MARCH 22, 2002

To: DIVISION OF CORPORATIONS

Firm: FLORIDA DEPARTMENT OF STATE

From: MARTIN I. BODZIN, ESQ.

Re: DOLPHIN BAY PROPERTY MANAGEMENT, LLC

Message: ENCLOSED PLEASE FIND PROPOSED ARTICLES OF ORGANIZATION
FOR DOLPHIN BAY PROPERTY MANAGEMENT, LLC, AND A CHECK
MADE PAYABLE TO YOUR ORDER IN THE SUM OF \$125.00. THE
CHECK REPRESENTS THE FILING FEE AND DESIGNATION OF
RESIDENT AGENT.

IF YOU CANNOT FILE THE ARTICLES FOR ANY REASON, PLEASE
CONTACT ME IMMEDIATELY.

I THANK YOU, IN ADVANCE, FOR YOUR ALWAYS KIND ATTENTION
AND COOPERATION.

02 MAR 2002
TALLAHASSEE
SECRETARY OF STATE
FLORIDA
FILED
MAR 29 2002

L02-7184
De

ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

DOLPHIN BAY PROPERTY MANAGEMENT, LLC

ARTICLE II - Address:

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

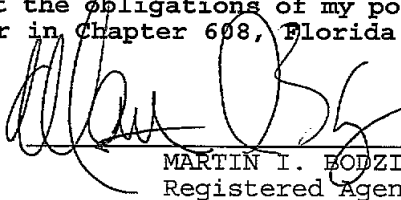
1099 SOUTH OCEAN BOULEVARD, NO. 203S
BOCA RATON, FLORIDA 33432

ARTICLE III - Registered Agent, Registered Office, and Registered Agent's Signature

The name and the Florida street address of the Registered Agent are:

MARTIN I. BODZIN, ESQ.
SUITE 240, ONE PARK PLACE
621 NORTHWEST 53RD STREET
BOCA RATON, FLORIDA 33487

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, Florida Statutes.


MARTIN I. BODZIN
Registered Agent

02 MAR 25 AM 9:29
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV - Management:

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


JUNE DUNLEA
Signature of Member


BARBARA LAURICELLA
Signature of Member

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated are true.