

W02000008794**Florida Department of State**

Division of Corporations

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Division of Corporations
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From:

Account Name : LAZARUS CORPORATE FILING SERVICE, INC.
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LIMITED LIABILITY COMPANY**MODELCENTER HOMES, LLC**

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION OF
MODELCENTER HOMES, LLC
LIMITED LIABILITY COMPANY**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I — Name:

The name of the Limited Liability Company is: **MODELCENTER HOMES, LLC**

ARTICLE II — Address:

The mailing address of the principal office of the Limited Liability Company shall be:

P.O Box 560040
Miami, FL 33256-0040

and the street address shall be:

1255 Algardi Avenue
Coral Gables, FL 33146

ARTICLE III — Duration:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV — Management:

The Limited Liability Company is to be managed by a manager or managers and the name and address of the initial managers who are to serve as managers until the appointment of their successors are:

BAYSOUND DEVELOPMENT, CORP., A Florida Corporation
1255 Algardi Avenue
Coral Gables, FL 33146

ALLIED INVESTMENT SERVICES, INC., a Florida Corporation
13200 Southwest 128th Street
Suite F-1
Miami, FL 33186

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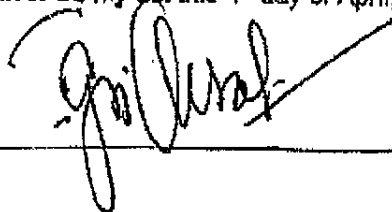
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ARTICLE V — Registered Agent:

The name and street address of the initial registered agent for service of process on the Limited Liability Company is:

BAYSOUND DEVELOPMENT, CORP., A Florida Corporation
1255 Algardi Avenue
Coral Gables, FL 33146

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 4th day of April, 2002.

X 

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

BAYSOUND DEVELOPMENT, CORP., A Florida Corporation
By: IGNACIO J. ABASCAL, President

Typed or printed name of signee

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

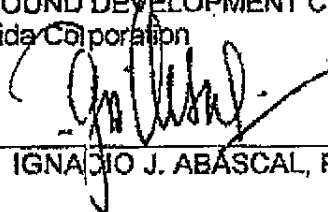
MODELCENTER HOMES, LLC

2. The name and address of the registered agent and office is:

BAYSOUND DEVELOPMENT, CORP., A Florida Corporation
1255 Algardi Avenue
Coral Gables, FL 33146

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 of registered agent and agree to act in its 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.

BAYSOUND DEVELOPMENT CORP.,
a Florida Corporation

By:  IGNACIO J. ABASCAL, President

04/04/2002
(Date)

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