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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. PAC 1542, LLC

(Corporation Name)

(Document #)

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-04/16/02--01024--011

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2. (Corporation Name)

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

02 APR 16 AM 10:23

RECEIVED

02 APR 16 AM 11:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

NEW FILINGS

Name	<input checked="" type="checkbox"/> Profit
Availability	<input checked="" type="checkbox"/> NonProfit
Document	<input checked="" type="checkbox"/> Limited Liability
Examiner	<input checked="" type="checkbox"/> Domestication
Updater	<input checked="" type="checkbox"/> Other

OTHER FILINGS

W. P. Ver	<input checked="" type="checkbox"/> Annual Report
	<input checked="" type="checkbox"/> Fictitious Name
	<input checked="" type="checkbox"/> Name Reservation

AMENDMENTS

<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

**REGISTRATION/
QUALIFICATION**

<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF ORGANIZATION
OF
PAC 1542, LLC**

The undersigned, for the purpose of forming a limited liability company under the laws of Florida, hereby adopts the following Articles of Organization:

Article I
Name

The name of the limited liability company is **PAC 1542, LLC** (the "Company").

Article II
Duration

This Company shall exist on the date of filing of these Articles with the Secretary of State of the State of Florida. The duration of the Company shall be perpetual.

Article III
Nature of Business and Mailing Address

This Company is organized for the purpose of transacting any or all lawful business. The mailing address and the street address of the Company's initial principal office is 101 SW 15th Road, 2nd Floor, Miami, Florida 33129.

Article IV
Initial Registered Office and Agent

The street address of the initial registered office of this Company is 101 SW 15th Road, 2nd Floor, Miami, Florida 33129, and the name of the initial registered agent of this Company at that address is Lawrence D. Kruguer.

Article V
Unit Certificates

- (a) Each Member's interest in the Company may be evidenced by a membership or unit certificate.
- (b) No Member of this Company may transfer, sell or assign its Membership Interest in the Company to any other person except as provided for in the Company's Regulations and Operating Agreement.

Article VI
Addition of New Members

New owners who take their interest directly from the Company will be admitted as Members, as provided in the Regulations and Operating Agreement. New owners who take their interest by assignment, inheritance, or operation of law will be admitted only with the unanimous consent of all Members or as otherwise provided in the Regulations and Operating Agreement of the Company.

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Article VII
Continuation on Death, Retirement, Etc. of Members

The remaining Members of the limited liability company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event that terminates the continued Membership of a Member in this Company. The Company shall terminate upon the consent of all Members or as otherwise provided in accordance with the terms of the Regulations and Operating Agreement.

Article VIII
Member Managed

This company shall be managed by the Members of the Company in accordance with the Company's Regulations and Operating Agreement.

Article IX
Amendment

The Company reserves the right to amend or repeal any provision contained in these Articles of Organization, and any right conferred upon the Members is subject to this reservation.

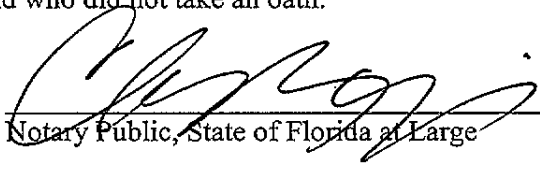
IN WITNESS WHEREOF, the undersigned authorized representative of the initial members has executed these Articles the 15 day of April, 2002.



Lawrence D. Kruguer
Authorized Representative


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

The foregoing instrument was acknowledged before me this 15 day of April, 2002, by Lawrence D. Kruguer, who is personally known to me and who did not take an oath.



Notary Public, State of Florida at Large


My Commission Expires:

 Claudio Rivera
My Commission DD015407
Expires April 13, 2005

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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



LAWRENCE B. KRUGUER

Dated: 15 day of April, 2002

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