

L020000019054
GLASSBERG & GLASSBERG, P.A.

13615 SOUTH DIXIE HIGHWAY
#114-514
MIAMI, FLORIDA 33176

July 23, 2002

DAVID M. GLASSBERG
LORE H. GLASSBERG
OF COUNSEL
JAMES NEAL HUTCHINSON, JR.

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: CABOCHON HOMES, LLC

Gentlemen:

Enclosed please find two copies of the Articles of Organization for CABOCHON HOMES, LLC. Also, enclosed please find our check in the amount of \$125.00 made payable to the Secretary of State for filing fees of the above mentioned Limited Liability Company.

Should you have any questions with regard to the foregoing, please contact the undersigned at (305) 669-9535.

Very truly yours,

David M. Glassberg

DMG/bal
enclosures

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
(305) 669-9535
FAX (305) 669-0804

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****125.00 ****125.00

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY
COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is: CABOCHON HOMES, LLC.

ARTICLE II - Address:

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

13615 South Dixie Highway
#114-514
Miami, FL 33176
Attn: Terry Ruiz de Castilla

ARTICLE III - Duration:

The period of duration for Limited Liability Company shall be Perpetual.

ARTICLE IV - Management:

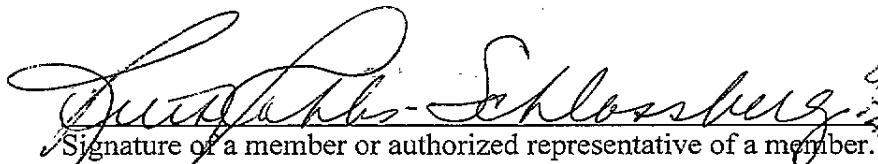
The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are

Terry Ruiz de Castilla
13615 South Dixie Highway
#114-514
Miami, FL 33176

Ruth Robles Schlossberg
13615 South Dixie Highway
#114-514
Miami, FL 33176

Peter Schlossberg
13615 South Dixie Highway
#114-514
Miami, FL 33176

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TALLAHASSEE, FLORIDA


Signature of a member or authorized representative of a member.
(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.)

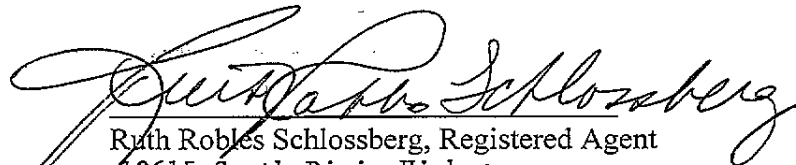
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TALLAHASSEE, FLORIDA

Dated: July 22, 2002

ACCEPTANCE OF REGISTERED AGENT

Having been designated registered agent for CABOCHON HOMES, LLC., a Limited Liability Company to be organized under the laws of the State of Florida, the undersigned hereby accepts such appointment and the obligations of that position and represents that the undersigned is familiar with the obligations of that position.

IN WITNESS WHEREOF, the undersigned has executed this Acceptance this 22nd day of July, 2002.


Ruth Robles Schlossberg, Registered Agent
13615 South Dixie Highway
#114-514
Miami, FL 33176