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To:
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Fax Number : (850) 205-0383

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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LIMITED LIABILITY COMPANY

157 associates, L.L.C.

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DIVISION OF CORPORATION

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ARTICLES OF ORGANIZATION OF

157 ASSOCIATES, L.L.C.

The undersigned hereby subscribes these Articles of Organization for the purposes of organizing a professional limited liability company under the laws of the State of Florida.

I. NAME

The name of the professional limited liability company is 157 Associates, L.L.C. (the "Company").

II. PURPOSE

The purpose of the Company shall be to invest in real estate and to conduct all other business that a professional limited liability company can conduct under the laws of the State of Florida.

III. PRINCIPAL OFFICE

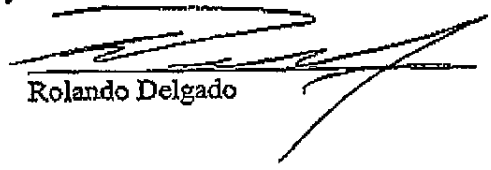
The mailing and street address of this Company's principal office shall be Suite 200, 2665 South Bayshore Drive, Miami, Florida 33133.

IV. REGISTERED AGENT AND REGISTERED OFFICE

The registered agent of this Company shall be Rolando Delgado, whose business address is Suite 200, Grand Bay Plaza, 2665 South Bayshore Drive, Miami, Florida 33133, which shall be the registered office of this limited liability company.

V. MANAGEMENT BY MEMBER

This Company shall be manager-managed company.


Rolando Delgado

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**STATEMENT OF ACCEPTANCE
OF
REGISTERED AGENT OF
157 ASSOCIATES, L.L.C.**

In accordance with the Florida Limited Liability Company Act, sections 608.407(1)(d) and 608.415(2), the undersigned hereby accepts the appointment as registered agent of the above captioned limited liability company. The registered agent further acknowledges that Suite 200, Grand Bay Plaza, 2665 South Bayshore Drive, Miami, Florida 33133 is the business office address of the registered agent, which will be the registered office of the limited liability company for the service of process.

Date: August 21, 2002


Rolando Delgado

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