

SIMBABEAR, LLC
1200 NORTH FEDERAL HIGHWAY
SUITE 301
BOCA RATON, FLORIDA 33432
(561) 391-0199
(561) 391-2566 Facsimile

August 21, 2002

L02000021771

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Attention: Registration Section

RE: Articles of Organization

900007286279--1
-08/28/02--01007--008
*****25.00 *****25.00

Dear Sir/Madam:

Enclosed herewith please find Articles of Organization of Simbabear, LLC. Please file same as soon as possible. Also enclosed is a check in the amount of \$100.00 made payable to Florida Department of State. Please forward a letter of acknowledgment after the Articles have been filed.

If you have any questions, please feel free to contact the undersigned. Thank you.

Very truly yours,
SIMBABEAR, LLC

Jaclyn G. Muskat

JGM:ms
Enclosures

900007286279--1
-08/22/02--01056--010
****100.00 ****100.00

APPROVED
AND
FILED
02 AUG 22 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8-23-02

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Simbabear, LLC

ARTICLE II - Address:

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

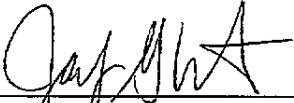
1200 North Federal Highway, Suite 301
Boca Raton, Florida 33432

ARTICLE III - Registered Agent, Registered Office & Registered Agent's Signature:

The name and the Florida address of the registered agent are:

Jaclyn G. Muskat, Esq.
1200 North Federal Highway, Suite 301
Boca Raton, Florida 33432

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, we hereby accept the appointment as registered agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of our duties, and are familiar with and accept the obligations of our position as registered agent as provided for in Chapter 608, F.S.



Jaclyn G. Muskat, Esq.

ARTICLE IV - Management

The limited liability company is to be managed by one manager or more managers and is, therefore, a manager-managed company.

ARTICLE V - Duration and Effective Date:

This Limited Liability Company shall have perpetual existence beginning with the date of acceptance of the corporation by the Secretary of State of the State of Florida.

02 AUG 22 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ARTICLE VI - Nature of Business:

The general nature of business of this Limited Liability Company consists of real estate investment and any other lawful business purpose.

ARTICLE VII - Members:

The initial managers and board of directors of this Limited Liability Company shall consist of three (3) person(s) and the name and address of the person(s) who are to serve as managers and board members are:

Jaclyn G. Muskat 1200 North Federal Highway, Suite 301
Boca Raton, Florida 33432

Allen H. Libow 1200 North Federal Highway, Suite 301
Boca Raton, Florida 33432

William M. Shaheen 1200 North Federal Highway, Suite 301
Boca Raton, Florida 33432

ARTICLE VIII- Execution:

The name and address of the entity/person executing these articles of organization is:

Jaclyn G. Muskat 1200 North Federal Highway, Suite 301
Boca Raton, Florida 33432

The undersigned has executed these Articles of Organization this 21st day of August, 2002.



Jaclyn G. Muskat, Esq.

(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 herein are true.)

02 AUG 22 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVE
AND
FILED