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Florida Department of State
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From: Account Name : SIDNEY Z. BRODIE, ESQ.
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LIMITED LIABILITY COMPANY

2G DEVELOPMENT, L.L.C.

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FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

September 30, 2002

SIDNEY Z. BRODIE, ESQ.

SUBJECT: 2G DEVELOPMENT, L.L.C.
REF: W02000028263

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Diane Cushing
Corporate Specialist

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

ARTICLE I - Name:

The name of the Limited Liability Company is: 2G DEVELOPMENT, L.L.C.

ARTICLE II - Address:

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

3865 Park Avenue, Miami, Florida 33133

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be: Perpetual

ARTICLE IV - Management:

(Check and complete the appropriate statement)

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

3865 Park Avenue, Miami, Florida 33133

X The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Mahli Lieblich 3865 Park Avenue, Miami, Florida 33133

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ARTICLE V - Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

1. Unanimous consent of all remaining members.
2. Any newly admitted member will be required to make a capital contribution in amount to be decided by the then remaining members.

ARTICLE VI - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

The remaining members will have the unlimited right to continue the business in all eventualities.

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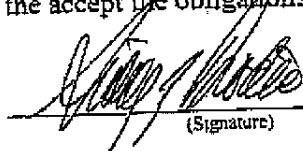
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**CERTIFICATE OF DESIGNATION OF
RESIGNATION AGENT/REGISTERED OFFICE**

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: 2G DEVELOPMENT, L.L.C.
2. The name and address of the registered agent and office is: Sidney Z. Brodie, whose address is 7270 NW 12th Street, PH-I, Miami, Florida 33126.

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 as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the property and complete performance of my duties, and I am familiar with the accept the obligations of my position as registered agent.


(Signature)

9/27/02

(Date)

Designation of Registered Agent

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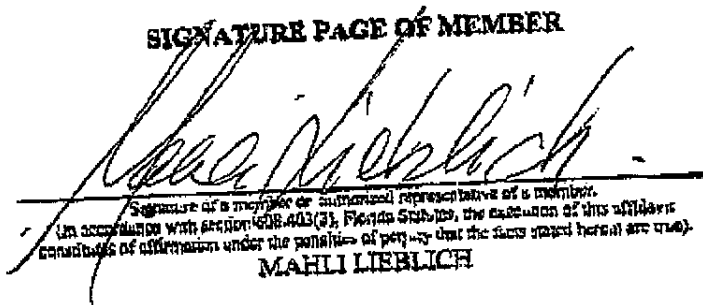
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T-115 P.09/09 F-428
T-077 P.23/23 F-340

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SIGNATURE PAGE OF MEMBER


Signature of a member or authorized representative of a member.
(In accordance with section 608.403(3), Florida Statute, the execution of this affidavit is
conclusive of information under the penalty of perjury that the facts stated herein are true.)
MAHLI LIEBLICH

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