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To: Division of Corporations
 Fax Number : (850)205-0383

From: Account Name : EMPIRE CORPORATE KIT COMPANY
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LIMITED LIABILITY COMPANY

north bay village associates, LLC.

Name Availability	
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FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

October 11, 2002

EMPIRE CORPORATE KIT COMPANY

SUBJECT: NORTH BAY VILLAGE ASSOCIATES, L.L.C.
REF: W02000029513

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing
Corporate Specialist

FAX Aud. #: H02000211427
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DIVISION OF CORPORATIONS

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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ARTICLES OF ORGANIZATION

OF

NORTH BAY VILLAGE ASSOCIATES, L.L.C.

ARTICLE I

NAME

The name of this limited liability company is NORTH BAY VILLAGE ASSOCIATES, L.L.C.

ARTICLE II

PRINCIPAL ADDRESS

The mailing address and street address of the initial principal place of business of the company is 6001 NW 153ST, SUITE "E" MIAMI LAKES, FL. 33014

ARTICLE III

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

The name of the initial registered agent, designated pursuant to Section 608.415 or 608.507 of the Florida Statutes, of this limited liability company is Oscar J. Delgado whose address is 6001 N.W. 153rd St., Suite "E", Miami Lakes, Florida 33014.

ARTICLE IV

DURATION

This company shall have perpetual existence, unless sooner dissolved by law,

FILED BY: Oscar J. Delgado, Esq., Fla. Bar # 342726
Ph:(305) 558-2156, 6175 N.W. 153rd Street, Suite 308, Miami Lakes, Fla. 33014

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commencing on the date of filing of the certificate with the Secretary of State of the State of Florida.

ARTICLE V

INITIAL MANAGERS

This Limited Liability Company is to be managed by its managers and the name and address of its initial manager who is to serve as manager, pursuant to the operating agreement of this Limited Liability Company, is:

Oscar J. Delgado
6001 N.W. 153rd Street, Suite "E"
Miami Lakes, FL. 33014

ARTICLE VI

**ADMISSION OF ADDITIONAL MEMBERS
AND CONTINUATION OF BUSINESS**

The right of the members to admit additional members and the terms and conditions of the admissions, as well as, the right of the remaining members to continue the business upon 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 governed by the company's operating agreement.

ARTICLE VII

PURPOSE

This limited liability company is organized for the purpose of transacting any and all lawful business for which limited liability companies may be incorporated under the laws

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of the State of Florida, specifically, to own, manage, and develop real estate.

ARTICLE VIII

AMENDMENT

This limited liability company reserves the right to amend or repeal any provision contained in these Articles of Organization, or any amendment hereto, and any right conferred upon the members is subject to this reservation.

ARTICLE IX

[THIS ARTICLE HAS BEEN INTENTIONALLY OMITTED.]

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IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Organization this 15 day of July, 2001.

[Signature]
Oscar J. Delgado
Member/Manager

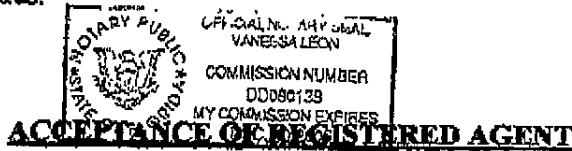
STATE OF FLORIDA)
)
COUNTY OF DADE)

Before me a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared Oscar J. Delgado known to me and known by me to be the person who executed the foregoing Articles of Organization and did or did not present a driver's license and acknowledged before me that the same was executed freely.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 15 day of July, 2002.

[Signature]
NOTARY PUBLIC
STATE OF FLORIDA

My commission expires:



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TALLAHASSEE, FLORIDA

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Having been named as registered agent and to accept service of process for the above stated limited liability company, at the place designated in the Articles, 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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Signature]
Oscar J. Delgado

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