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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

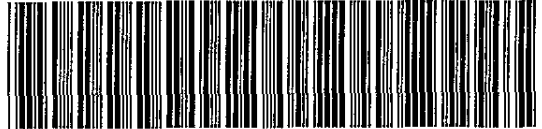
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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A handwritten signature in black ink, appearing to be 'BZ' or similar initials.

Michael A. Shapiro

Law Offices

From

Irwin S. Gars

Of Counsel

November 19, 2002
Via UPS 1ZF4903E2210012911

02 NOV 20 AM 9:21
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Division of Corporations
Registration Section
409 East Gaines Street
Tallahassee, FL 32399

Re: Articles of Organization of Gables Towne, LLC

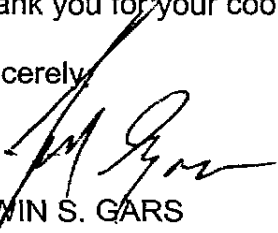
Dear Sir or Madam:

I am transmitting herewith two original, fully executed Articles of Organization of Gables Towne, LLC, together with our check in the sum of \$155.00 in payment of the \$100.00 filing fee, \$25.00 Designation of Registered Agent fee, and the \$30.00 fee for one certified copy.

Please file these Articles of Organization and return one certified copy to the undersigned at your earliest possible convenience in the enclosed prepaid UPS envelope 1ZF4903E2210012920.

Thank you for your cooperation and prompt attention.

Sincerely,


IRWIN S. GARS

Enclosures

dg: cli.\Lorber/GablesTowne\Sect of FL-GablesTowneLLC.111902

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
GABLES TOWNE, LLC**

The undersigned, being the sole members of GABLES TOWNE, LLC, a Florida limited liability company (the "Company"), hereby form a limited liability company under the laws of the State of Florida.

ARTICLE I – COMPANY NAME: The name of this Company is: GABLES TOWNE, LLC.

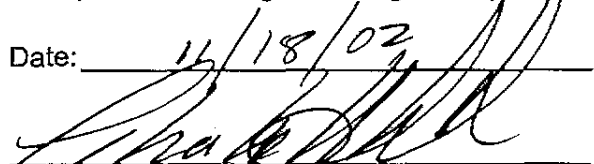
ARTICLE II – STREET ADDRESS OF COMPANY: The street address of this Company is: c/o Irwin S. Gars, Esquire, 3225 Aviation Avenue, Bayview Plaza Suite 700, Miami, Florida 33133.

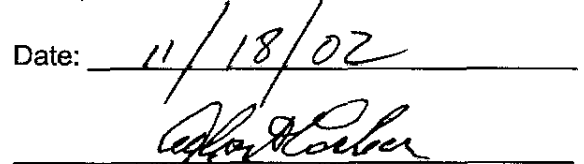
ARTICLE III – MAILING ADDRESS OF COMPANY: The mailing address of this Company is: Post Office Box 144887, Coral Gables, Florida 33114.

ARTICLE IV – MANAGER OF COMPANY: The Manager of the Company shall be TOWNE PROPERTIES, INC., a Florida corporation.

ARTICLE V – REGISTERED AGENT, REGISTERED OFFICE AND REGISTERED AGENT'S SIGNATURE: The registered agent and the Florida street address of the registered agent are: CHARLOTTE LORBER, 49 Navarre Avenue, Suite 1, Coral Gables, Florida 33134.

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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent as provided for in Chapter 608, F.S.

Date: 11/18/02

CHARLOTTE LORBER, as Registered Agent

Date: 11/18/02

ALBERT LORBER, as Sole Member

Date: 11/18/02
TOWNE PROPERTIES, INC. as Manager

By: 
CHARLOTTE LORBER, as President

(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.)