

01/29/2003 16:16 CORPDIRSCT → 2050383

Division of Corporations

L03000003538

NO. 521

701

03 JAN 29 AM 8:48

STATE
TALLAHASSEE, FLORIDA

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H03000036752 1)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

From:

Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
Account Number : 110450000714
Phone : (850) 222-1173
Fax Number : (850) 224-1640

RECEIVED

03 JAN 30 AM 8:04

DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

GCPI II MANAGER, LLC

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$155.00

H03000036752
FILED

03 JAN 29 2003 8:48

CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
GCPI II MANAGER, LLC**

ARTICLE I - Name

The name of the Limited Liability Company is GCPI II MANAGER, LLC (the "Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is 11890 SW 8th Street, Suite 502, Miami, Florida 33184.

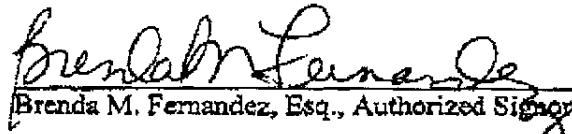
ARTICLE III - Registered Agent and Office

The name and Florida street address of the Company's registered agent is:

Gaston E. Cantens
11890 SW 8th Street
Suite 502
Miami, Florida 33184

ARTICLE IV - Management

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


Brenda M. Fernandez, Esq., Authorized Signatory

Date: January 29, 2003

01/29/2003

16:16

CORPDIRECT → 2050383

NO. 521

003

H03000036752

FILED

03 JAN 29 11 08:48

CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Florida Statutes Chapter 608.

By: _____

Gaston E. Cantens

Date: January 29, 2003.

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.

WMIA-SRV01/FERNANDEZBA1440536v0211/22/03/56241.010300

H03000036752