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LIMITED LIABILITY COMPANY

TERRA LOFTS, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF**

TERRA LOFTS, LLC

ARTICLE I - Name

The name of the Limited Liability Company is TERRA LOFTS, LLC (the "Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is 5996 S.W. 70th Street, Miami, Florida 33143.

ARTICLE III - Registered Agent and Office

The street address of the Company's initial registered office is 5996 S.W. 70th Street, Miami, Florida 33143, and the name of its initial registered agent at such office is Charles Sieger.

ARTICLE IV - Management

The Company is to be managed by one member and is therefore a member-managed company.

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. Dated this 13th day of February, 2003.



Charles Sieger, Authorized Signor

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. Dated this 13th day of February, 2003.



Charles Sieger, Registered Agent