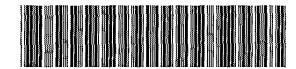
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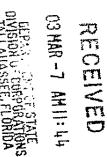
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FILED OFFICE USE ONLY(DOCUMENT #) 03 MAR -7 PM 1: 42 ALLAHASSEE, FLORIDA LAZARUS CORPORATE FILING SERVICE 3320 S.W. 87 AVENUE MIAMI, FLORIDA (305)552-5973 TERESA ROMAN (TALLAHASSEE REPRESENTATIVE) OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Pick up time 2.00 Walk in Certified Copy. Mail out Will wait Photocopy Certificate of Status AMENDMENTS 36 K & 68 K NEW FILINGS Profit Amendment Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other REGISTRATION! OTHER FILINGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement

Trademark

Examiner's Initials

Other

ARTICLES OF ORGANIZATION

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GOLDEN REALTY ASSOCIATES, L.L.C.

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited company under the Florida Limited Liability Company Act, FS Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

ARTICLE I NAME

The name of the limited liability company shall be:

GOLDEN REALTY ASSOCIATES, L.L.C.

ARTICLE II ADDRESS

The mailing and street address of the principal office of the company shall be:

260 CRANDON BOULEVARD SUITE 32 PMB 74 KEY BISCAYNE, FL 33149

ARTICLE III EFFECTIVE DATE

These articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE IV DURATION

Subject to the provisions of Article 9, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE V PURPOSES AND POWERS

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The general purpose for which the Company is organized is to engage in real estate STATE development and to transact any lawful business for which a limited liability company LORIDA may be organized under the laws of the State of Florida. The Company shall have all powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE VI REGISTERED OFFICE AND AGENT

The initial address of the registered office of this company shall be 260 Crandon Boulevard, Suite 32 PMB 74, Key Biscayne, Florida 33149. The name and street address of the registered agent of this company in the State of Florida is Michael Goldberg, 16855 NE 2nd Avenue, Suite 303, North Miami Beach, Florida 33162.

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Company that the Initial Registered Office designated in these Articles of Organization, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

Registered Agent

ARTICLE VII MANAGEMENT

The manager of the Company shall be:

INGEBORG STATON

Whose address shall be the same as the mailing address of the Company.

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ARTICLE VIII

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ADMISSION OF NEW MEMBERS SLUKETARY OF STATE TALLAHASSEE, FLORIDA

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members: A member may transfer his or her interest in the company set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE IX TERMINATION OF EXISTENCE

The company shall be dissolved on the death, retirement, resignation, explusion, bankruptcy, or dissolution of a member or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there is at least one remaining member.

ARTICLE X MANAGEMENT

The Managers of the Company shall be elected by the members in accordance with regulations adopted by the members for the management of the business and affairs of the These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the members of the Company are:

> Ingeborg Staton 260 Crandon Boulevard Suite 32 PMB 74 Key Biscayne, FL 33149

Member/Manager

STATE OF FLORIDA) COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared to me and is well known to me to be the individual described in, and who executed the foregoing Articles of Organization, and acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at said County and State this _____ day of ______, 2003.

NOTARY PUBLIC, State of Florida
My Commission Expires: 12-17-03

Michael Goldberg
Commission # CO 320335
Expires Dec. 17, 2003
Bonded Thru
Atlantic Bonding Co., Inc.