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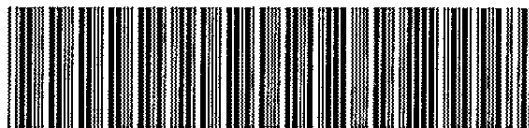
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIKET & SOLIS, LLP
ATTORNEYS AT LAW
1100 FIFTH AVENUE SOUTH
SUITE 301
NAPLES, FLORIDA 34102-6416
TELEPHONE TELECOPIER
(239)261-4673 (239)261-1579

March 18, 2003

VIA FEDERAL EXPRESS

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: *Boca Brisa, LLC*


Dear Sir or Madam:

Enclosed for filing with respect to the above-referenced matter, please find the original Articles of Organization of Boca Brisa, LLC, and a check in the amount of \$130.00 representing the filing fee (\$100.00), Registered Agent fee (\$25.00) and payment for the Certificate of Status (\$5.00). Once the Articles have been filed, please forward to me a letter of acknowledgment as well as the Certificate of Status.

If you have any questions regarding the above, please do not hesitate to contact me.

Sincerely,

SIKET & SOLIS, LLP



David T. Lupo

Enclosures

cc: Client

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

BOCA BRISA, LLC

The undersigned organizer hereby forms a Limited Liability Company under Chapter 608 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the Limited Liability Company ("Company") is: Boca Brisa, LLC

ARTICLE II. PRINCIPAL PLACE OF BUSINESS

The address of the principal place of business of this company shall be Suite 100, 5th Avenue South, Naples, Florida 34102 and the mailing address of the Company shall be the same.

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ARTICLE III. TERM OF EXISTENCE

This Company shall commence its existence on the date these Articles are filed, pursuant to Florida Statutes Section 608.409 and shall exist until dissolved in a manner provided by law or as provided in the regulations adopted by the members.

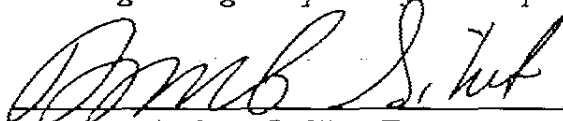
ARTICLE IV. NATURE OF BUSINESS

This Company may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

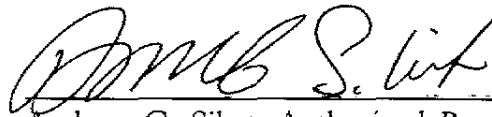
ARTICLE V. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

1. The name of the initial registered agent of the Company is Andrew G. Siket, Esq.
2. The street and mailing address of the initial registered office of the Company shall be 1100 Fifth Avenue South, Suite 301, Naples, Florida 34102-6416.

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.


Andrew G. Siket, Esq.


IN WITNESS WHEREOF, the undersigned has hereunto set his hand, on this 3rd day of April, 2003.


Andrew G. Siket, Authorized Representative of
Ben M. Bergaoui, Member

STATE OF FLORIDA)
) ss:
COUNTY OF COLLIER)

Before me, a notary public authorized to take acknowledgments in the State and County set forth above personally appeared Andrew G. Siket, who was not sworn and who is personally known to me as the person who executed these Articles of Organization, and he acknowledged before me that as his free act he executed these Articles of Organization.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 3rd day of April, 2003.

 David T. Lupo
My Commission CC882489
Expires October 24, 2003


Notary Public
My Commission Expires: