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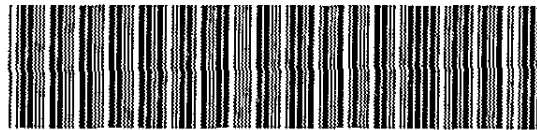
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James Caris GAVE
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03 APR -8 PM 2:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

JAMES S. CARIS, P.A.
ATTORNEY AT LAW

2630 HOLLYWOOD BOULEVARD
SUITE 200
HOLLYWOOD, FLORIDA 33020

(954) 920-9526
FAX (954) 925-0346

April 4 , 2003

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: ROSEWOOD SHOPPES, L.L.C.
Filing Articles of Organization

Dear Sir/Madam:

Please find enclosed an original Articles of Organization and one copy for the above-referenced Limited Liability Company with my check in the amount of One Hundred Fifty-Five Dollars (\$130.00), to cover the cost of the filing fee, designation of registered agent and a certificate of status.

Please return a stamped copy and certificate of status of the articles to this office, as soon as possible. Thank you for your time and attention to this matter.

Very truly yours,


JAMES S. CARIS, ESQ.

Encls.
cc:file

**ARTICLES OF ORGANIZATION
OF
ROSEWOOD SHOPPES, L.L.C.**

FILED
03 APR -8 PM 2:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I - NAME

The name of the limited liability company shall be Rosewood Shoppes, L.L.C.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company shall be 5311 Lakeworth Road, Lakeworth, Florida 33463

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is Robert Preston, Lakeworth Road, Lakeworth, Florida 33463.

5311

ARTICLE V - ADMISSION OF NEW MEMBERS

No additional member shall be admitted to the company except with the written consent of a member of the company and on such terms and conditions as shall be determined by the membership. A member may transfer his or her interest in the company as 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

other 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.

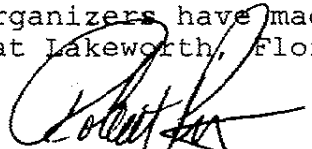
ARTICLE VI - TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of the member or manager, 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 a successor member.

ARTICLE VII - MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the member for the management of the business and affairs of the company. 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 initial manager of the company is Robert Preston, 5311 Lakeworth Road, Lakeworth, Florida 33463.

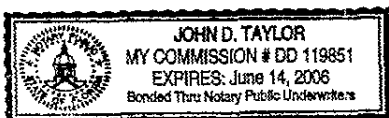
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Lakeworth, Florida, on this 3rd day of April, 2003


Robert Preston
5311 Lakeworth Road
Lakeworth, Florida
33463

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

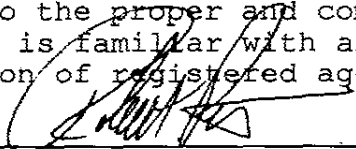
Sworn to and subscribed before me this 3rd day of April, 2003, by Robert Preston, who is personally known to me or produced a Florida Drivers License No. N/A, as identification.


Notary Public, State of Florida



ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of Rosewood Shoppes, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and 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 his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



ROBERT PRESTON
Registered Agent