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Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
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DIVISION OF CORPORATION

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LIMITED LIABILITY COMPANY
RIVER VILLAGE DEVELOPMENT L.L.C.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

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ALLIANCE FOR FLORIDA

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4-28-03

**ARTICLES OF ORGANIZATION
OF
RIVER VILLAGE DEVELOPMENT L.L.C.**

MOSHE COSICHER AND MIGUEL SEMPERE, through the means of these Articles of Organization, organize a Limited Liability Company under the following articles:

ARTICLE I

The name of the limited liability company shall be:

RIVER VILLAGE DEVELOPMENT L.L.C.

ARTICLE II

This limited liability company will have a perpetual duration.

ARTICLE III

The mailing address and the street address of the principal office of this limited liability company is:

**RIVER VILLAGE DEVELOPMENT L.L.C.
SEVEN HUNDRED FIFTY FIRST STREET
MIAMI BEACH, FLORIDA 33140**

ARTICLE IV

The members of this limited liability company are:

**MOSHE COSICHER
MIGUEL SEMPERE**

ARTICLE V

The members' vote in this limited liability company shall be weighed equally.

ARTICLE VI

This limited liability company shall be managed by a manager to wit:

**MOSHE COSICHER
SEVEN HUNDRED FIFTY FIRST STREET
MIAMI BEACH, FLORIDA 33140**

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ARTICLE VII

This limited liability company shall have all the powers granted to limited liability companies by Section 608.404 of the Florida Statutes, as presently enacted and any other powers that may be given by Florida Statutes, in addition to the foregoing, from time to time.

ARTICLE VIII

The interest of the members in this limited liability company may be evidenced by certificate or certificates of limited liabilities company's interest issued by the company and signed by the manager of the company.

ARTICLE IX

Any remaining member or members of this limited liability company have the right to continue the business of the company in case of bankruptcy, expulsion, dissolution, resignation, retirement, and if the member is an individual, death, or of any other event which terminates the continued membership of a member in this limited liability company. The remaining member or a simple majority of the remaining members should be sufficient to exercise this right.

ARTICLE X

This limited liability company may indemnify its members, managing members, if any, managers, officers, employees and agents to the full extent permitted by Section 608.4363 of the Florida Statutes, as presently enacted, or such powers may be enhanced from time to time. All matters not set forth in this article of organization shall be controlled by the regulations adopted pursuant to the powers granted to limited liability companies by Chapter 608 of the Florida Statutes as presently enacted.

ARTICLE XI

The undersigned member or authorized representative of a member
OF RIVER VILLAGE DEVELOPMENT LLC certifies:

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- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is to be specified in the company books.
- 3) if any, the agreed value of property other than cash contributed by member(s) is (A description of the property is attached and made a part hereto).
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is to be specified in the company books.

Signature of a member or of an authorized representative of a member:

(In accordance with section 606.401(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)


WILLIAM M. BOSTAMANTE, ESQ.
AUTHORIZED REPRESENTATIVE OF
MOSHE COSICHER
MIGUEL SEMPERE

RIVER VILLAGE DEVELOPMENT LLC

By:  _____

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**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.413 OR 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND
REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:
RIVER VILLAGE DEVELOPMENT LLC.
2. The name and the Florida street address of the registered agent
is:

WILLIAM M. HUSTAMANTE, ESQ.
7950 W. FLAGLER STREET
SUITE 106
MIAMI, FLORIDA 33144

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.


Signature

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