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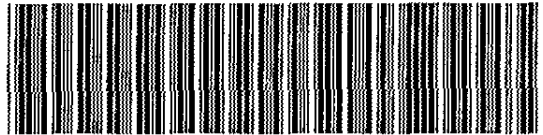
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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 110668 81371A

AUTHORIZATION :

COST LIMIT : \$ 155.00

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SECRETARY OF STATE

ORDER DATE : May 29, 2003

ORDER TIME : 11:23 AM

ORDER NO. : 110668-010

CUSTOMER NO: 81371A

CUSTOMER: Mr. Jorge E. Otero
Jorge Otero, Esq

4th Floor
75 Valencia Avenue
Coral Gables, FL 33134

DOMESTIC FILING

NAME: LUCA HOMES, L.L.C.

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION**FOR****LUCA HOMES, L.L.C.****ARTICLE I - NAME**

The name of the Limited Liability Company is:

LUCA HOMES, L. L. C.**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is:

**1627 Brickell Ave., Unit 2304
Miami, Florida 33129**

ARTICLE III - BUSINESS PURPOSE

The purpose of the Limited Liability Company is to engage in any lawful act or activity for which the limited liability companies may be formed under the Limited Liability Company Act of the State of Florida (the "Act").

ARTICLE IV - MEMBER AND MANAGEMENT OF BUSINESS

The name and addresses of the members of this Limited Liability Company are:

NAME**ADDRESS****Abelardo Sanchez****1627 Brickell Ave., Unit 2304
Miami, FL 33129****Juloquat Corp., a Fla. corp.****1627 Brickell Ave., Unit 2304
Miami, FL 33129**

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The business of this Limited Liability Company shall be managed by the members in a meeting, or by written consent without a meeting. **Abelardo Sanchez** is hereby appointed as Managing Member to carry out, subject to the direction of members, the day-to-day business of this Limited Liability Company.

ARTICLE V - REGISTERED AGENT, REGISTERED OFFICE &
REGISTERED AGENT'S SIGNATURE

The name and the Florida street address of the registered agent is:

Jorge E. Otero, Esq.
Otero & Associates, P.A.
75 Valencia Avenue, Second Floor
Coral Gables, Florida 33134

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.




Jorge E. Otero, Esq., Registered Agent

ARTICLE VI - AMENDMENTS

These articles may be amended from time to time by a unanimous written consent of all the members, and the amendment shall be filed, duly signed by all members of this Limited Liability Company, with the Florida Department of State.

(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.)



Jorge E. Otero, authorized representative of
Managing Member

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