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To:
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Fax Number : (850) 205-0383

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

Effective Date -
10-10-03

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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

Capital Investment Associates LLC

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Handwritten initials and date: JB 6-10-03

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:

Capital Investment Associates LLC

Article II. Address

The Company's street and mailing address is:

Capital Investment Associates LLC
6384 Country Fair Circle
Boynton Beach FL 33437

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Eric Filkins, CPA
440 S. Federal Hwy.
Suite 204
Deerfield Beach FL 33441

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0686

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Article V. Management

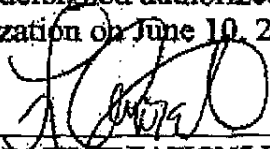
This will be a member-managed company. The name and address of each member is:

JOSEPH DIBARTOLO
 6384 Country Fair Circle Boynton Beach FL 33437
 SHEILA DIBARTOLO
 6384 Country Fair Circle Boynton Beach FL 33437
 FRANK PALERMO
 6384 Country Fair Circle Boynton Beach FL 33437
 ROSA PALERMO
 6384 Country Fair Circle Boynton Beach FL 33437

Article VI. Company Existence

The Company's existence shall begin effective as of June 10, 2003.

The undersigned authorized representative of a member executed these Articles of Organization on June 10, 2003.



CORPORATE CREATIONS INTERNATIONAL INC.
 Franco E. Cammarata Vice President

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 SECRETARY OF STATE
 PALM BEACH OFFICE
 PALM BEACH, FLORIDA

ATTORNEY
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Corporate Creations International Inc.
 941 Fourth Street
 Miami Beach FL 33139
 (305) 672-0686

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

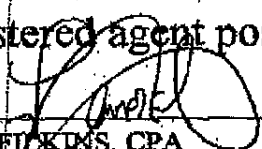
Capital Investment Associates LLC

REGISTERED AGENT/OFFICE:

Eric Filkins, CPA
440 S. Federal Hwy.
Suite 204
Deerfield Beach FL 33441

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I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


ERIC FILKINS, CPA
by F.E. Cammarata as attorney-in-fact

Date: June 10, 2003

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Miami Beach FL 33139
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