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June 16, 2003

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Downtown General Partner, LLC

Filing Evidence

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	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

ARTICLES OF ORGANIZATION OF
DOWNTOWN GENERAL PARTNER, LLC

ARTICLE I
NAME

The name of this Limited Liability Company shall be DOWNTOWN GENERAL PARTNER, LLC (the "Company").

ARTICLE II
PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Company shall be 20803 Biscayne Blvd., Suite 405, Aventura, FL 33180, and such other place or places as the member from time to time may determine. The mailing address of the Company is 20803 Biscayne Blvd., Suite 405, Aventura, FL 33180.

ARTICLE III
INITIAL REGISTERED OFFICE AND
REGISTERED AGENT

The initial registered agent of the Company shall be Atrium Registered Agents, Inc. The address of the initial registered agent is 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146.

ARTICLE IV
MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager -- managed company. The names and addresses of the managers who will serve as managers until the first annual meeting of members or until their successors are selected and qualified in accordance with the Operating Agreement or applicable law are:

Abraham Cababie
20803 Biscayne Blvd., Suite 405
Aventura, FL 33180

Elias Cababie
20803 Biscayne Blvd., Suite 405
Aventura, FL 33180

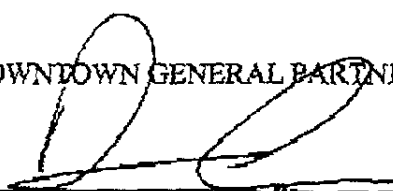
Jacobio Cababie
20803 Biscayne Blvd., Suite 405
Aventura, FL 33180

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IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed on the 16th day of June, 2003, effective upon filing same with the Florida Department of State.

DOWNTOWN GENERAL PARTNER, LLC

BY:


Dennis Ginsburg
Authorized Representative

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