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LIMITED LIABILITY COMPANY

thirteen courtyards, l.l.c.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

June 20, 2003

EMPIRE

SUBJECT: THIRTEEN COURTYARDS, L.L.C.
REF: W03000017727

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name of a professional limited liability company must end with "P.L.," "P.L.C.," "P.L.L.C.," "PL," "PLC," "PLLC," or "PROFESSIONAL LIMITED COMPANY" or "PROFESSIONAL LIMITED LIABILITY COMPANY."

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TALLAHASSEE, FLORIDA

Division of Corporations - P.O. BOX 6827 Tallahassee, Florida 32314

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ARTICLES OF ORGANIZATION OF
THIRTEEN COURTYARDS, L.L.C.

The undersigned hereby subscribes these Articles of Organization for the purposes of organizing a limited liability company under the laws of the State of Florida.

I.
NAME

The name of the limited liability company is Thirteen Courtyards, L.L.C. (the "Company").

II.
PURPOSE

The purpose of the Company shall be to invest in real estate and to conduct all other business that a limited liability company can conduct under the laws of the State of Florida.

III.
PRINCIPAL OFFICE

The mailing and street address of this Company's principal office shall be Suite 200, 2665 South Bayshore Drive, Miami, Florida 33133.

IV.
REGISTERED AGENT AND REGISTERED OFFICE

The registered agent of this Company shall be Rolando Delgado, whose business address is Suite 200, Grand Bay Plaza, 2665 South Bayshore Drive, Miami, Florida 33133, which shall be the registered office of this limited liability company.

V.
MANAGEMENT BY MEMBER

This Company shall be manager-managed company.

Rolando Delgado

03 JUN 24 AM 8:38
STAKEHOLDERS
MAIL ADDRESS: ROLANDO
DELGADO

APPROVED
AND
FILED


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STATEMENT OF ACCEPTANCE
OF
REGISTERED AGENT OF
THIRTEEN COURTYARDS, L.L.C.

In accordance with the Florida Limited Liability Company Act, sections 608.407(1)(d) and 608.415(2), the undersigned hereby accepts the appointment as registered agent of the above captioned limited liability company. The registered agent further acknowledges that Suite 200 Grand Bay Plaza, 2665 South Bayshore Drive, Miami, Florida 33133 is the business office address of the registered agent, which will be the registered office of the limited liability company for the service of process.

Date: June 19, 2003


Eduardo J. Garcia

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