

LO3000029684

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

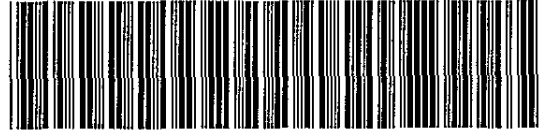
(Business Entity Name)

(Document Number)

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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 199321 4311473

AUTHORIZATION : *Patricia Pijute*

COST LIMIT : \$ ~~160.00~~

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TALLAHASSEE, FLORIDA

ORDER DATE : August 8, 2003

180.00

ORDER TIME : 2:22 PM

ORDER NO. : 199321-010

CUSTOMER NO: 4311473

CUSTOMER: Ms. Jackie Gerstenfeld
Stearns Weaver Miller
Weissler Alhadeff & Sitterson,
Suite 2200, Museum Tower
150 West Flagler Street
Miami, FL 33130

DOMESTIC FILING

NAME: TRG - PEMBROKE ROAD, LLC

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS: _____

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CERTIFICATE OF CONVERSION

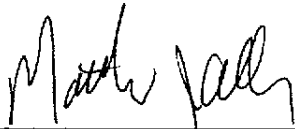
Pursuant to Section 608.439, Florida Statutes, TRG Pembroke Road, Ltd., a Florida limited partnership (the "Limited Partnership"), hereby submits this Certificate of Conversion to convert to a Florida limited liability company:

FIRST: The name of the Limited Partnership immediately prior to filing this document was TRG Pembroke Road, Ltd.

SECOND: The Limited Partnership was first created in Florida on August 21, 2000 under Document No. A0000001299.

THIRD: The name of the limited liability company to which the Limited Partnership is to be converted, as set forth in the attached Articles of Organization, is TRG - Pembroke Road, LLC.

IN WITNESS WHEREOF, the undersigned has made and subscribed this Certificate of Conversion this 31 day of July, 2003.



Matthew Allen
Authorized Representative of Member

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
TRG -PEMBROKE ROAD, LLC

ARTICLE I
NAME

The name of the Limited Liability Company is TRG - Pembroke Road, LLC (the "Company").

ARTICLE II
ADDRESS

The mailing address and street address of the principal office of the Company is 2828 Coral Way, Penthouse Suite, Miami, Florida 33145.

ARTICLE III
DURATION

The period of duration for the Company shall be perpetual.

ARTICLE IV
REGISTERED OFFICE AND AGENT AND ADDRESS

The name and street address of the registered agent of the Company in the State of Florida are:

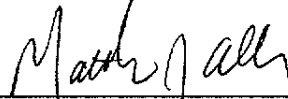
<u>Name</u>	<u>Address</u>
Matthew Allen	2828 Coral Way, Penthouse Suite Miami, Florida 33145

ARTICLE V
MANAGEMENT

The Company is to be managed by its members.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization for the foregoing uses and purposes this 31st day of July, 2003.

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Matthew Allen
Authorized Representative of Member

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submits the following statement to designate a registered office and registered agent in the State of Florida.

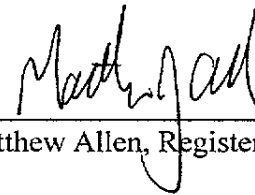
1. The name of the Company is TRG - Pembroke Road, LLC.
2. The name and street address of the registered agent and office are:

Matthew Allen
2828 Coral Way, Penthouse Suite
Miami, Florida 33145

REGISTERED AGENT'S ACCEPTANCE

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, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, Florida Statutes.

Dated: July 31, 2003



Matthew Allen, Registered Agent