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2nd Request

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

EFFECTIVE DATE
9-12-03

LIMITED LIABILITY COMPANY

Riverside Apartments, LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Riverside Apartments, LLC

Article II. Address

The Company's street and mailing address is:

Riverside Apartments, LLC
c/o Banta Properties
P.O. Box 24943
Ft. Lauderdale FL 33301 US

EFFECTIVE DATE

9-12-03

Article III. Registered Agent

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

Angelo Barry & Boldt, P.A.
515 East Las Olas Boulevard
Suite 850
Fort Lauderdale FL 33301

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.

Gavin Banta | FL Bar Member 0187364
Angelo Barry & Boldt, P.A.
515 East Las Olas Boulevard
Suite 850
Fort Lauderdale FL 33301
954-766-9930

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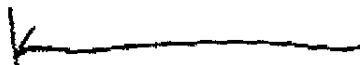
Article V. Management

This will be a manager-managed company.

Article VI. Company Existence

The Company's existence shall begin effective as of September 12, 2003.

The undersigned authorized representative of a member executed these Articles of Organization on September 12, 2003.



GAVIN BANTA
by K. Samra as attorney-in-fact

Gavin Banta | FL Bar Member 0187364
Angelo Barry & Boldt, P.A.
515 East Las Olas Boulevard
Suite 850
Fort Lauderdale FL 33301
954-766-9930

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STATEMENT OF REGISTERED AGENT

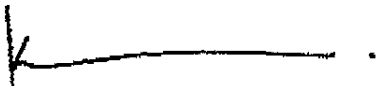
LIMITED LIABILITY COMPANY:

Riverside Apartments, LLC

REGISTERED AGENT/OFFICE:

Angelo Barry & Boldt, P.A.
515 East Las Olas Boulevard
Suite 850
Fort Lauderdale FL 33301

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.



ANGELO BARRY & BOLDT, P.A.
by K. Barria as attorney-in-fact

Date: September 12, 2003

Gavin Banta | FL Bar Member 0187364
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