

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L03000037654
FILED 8:00 AM
October 02, 2003
Sec. Of State

Article I

The name of the Limited Liability Company is:

WATERWAY-CDC, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

1101-5 SOUTH ROGERS CIRCLE
BOCA RATON, FL. 33487

The mailing address of the Limited Liability Company is:

1101-5 SOUTH ROGERS CIRCLE
BOCA RATON, FL. 33487

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

HERMAN MOSKOWITZ, C.P.A., P.A.
3850 HOLLYWOOD BOULEVARD
SUITE 204
HOLLYWOOD, FL. 33021

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, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent Signature: HERMAN MOSKOWITZ

Article V

The name and address of managing members/managers are:

Title: MGRM
WATERWAY REAL ESTATE INVESTMENTS, INC.
5900 BROKEN SOUND PARKWAY, NW
BOCA RATON, FL. 33487

Title: MGRM
COURCHENE DEVELOPMENT CORPORATION
1101-5 SOUTH ROGERS CIRCLE
BOCA RATON, FL. 33487

**L03000037654
FILED 8:00 AM
October 02, 2003
Sec. Of State**

Article VI

The effective date for this Limited Liability Company shall be:

10/02/2003

Signature of member or an authorized representative of a member

Signature: STEVEN E. BERNSTEIN