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LIMITED LIABILITY COMPANY

wac properties, l.l.c.

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ARTICLES OF ORGANIZATION
OF
WAC PROPERTIES, L.L.C.

ARTICLE I
NAME

The name of this Limited Liability Company shall be WAC PROPERTIES, L.L.C.
(the "Company")

ARTICLE II
PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Company shall be 12780 Maple Road, North Miami, Florida 33181, and such other place or places as the member from time to time may determine. The mailing address of the Company is 12780 Maple Road, North Miami, Florida 33181.

ARTICLE III
INITIAL REGISTERED OFFICE AND
REGISTERED AGENT

The initial registered agent of the Company shall be Wendy Kingsley. The address of the initial registered agent is 19404 Presidential Way, North Miami Beach, Florida 33179..

ARTICLE IV
MANAGEMENT

The Company will be a manager-managed company, and will be managed by a manager or managers who may be, but are not required to be, a member of the Company. The name and address 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:

Caryn Schwartz
12780 Maple Road
North Miami, Florida 33181

Wendy Kingsley
19404 Presidential Way
North Miami Beach, Florida 33179

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IN WITNESS WHEREOF, the undersigned have caused these Articles of Organization to be executed on the 27th day of October, 2003, effective upon filing with the Florida Department of State.

WAC PROPERTIES, L.L.C.

BY: Wendy Kingsley
Wendy Kingsley
Manager

STATE OF FLORIDA
COUNTY OF MIAMI(-DADE)

The foregoing instrument was acknowledged before me this 27th day of October, 2003, by Wendy Kingsley, who did execute the foregoing Articles of Organization as Manager, who is personally known to me, and being first duly sworn, acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

Daren A. Schwartz
Notary Public, State of Florida



Daren A. Schwartz
My Commission DD039570
Expires July 04, 2006

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FILED

Prepared By:
Eugene L. Mann, Esq.
207 Dillard Ct.
Front Royal, VA 22630
Florida Bar No. 128372

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT DESIGNATING ITS REGISTERED OFFICE AND REGISTERED AGENT IN FLORIDA.

1. The name of the limited liability company is:

WAC PROPERTIES, L.L.C.
2. The name and address to the registered agent and office is:

Wendy Kingsley
19404 Presidential Way
North Miami Beach, Florida 33179

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

WAC PROPERTIES, L.L.C.

By: Wendy Kingsley
Wendy Kingsley, Manager

Date: October 27, 2003

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