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Division of Corporations

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From:

Account Name : FOWLER, WHITE, BURNETT, ET AL

Account Number: 071250001512 Phone: (305)789-9200 Fax Number: (305)789-9201

LIMITED LIABILITY COMPANY

HAVANA OCEANS 11, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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ARTICLES OF ORGANIZATION

OF

HAVANA OCEANS 11, LLC

ARTICLE I

The name of the limited liability company formed hereby is HAVANA OCEANS 11, LLC (the "Limited Liability Company").

ARTICLE II

The duration of the Limited Liability Company shall be perpetual.

ARTICLE III

The principal office and mailing address of the Limited Liability Company shall be as follows

4000 Ponce de Leon Boulevard, Suite 450 Coral Gables, Florida 33146

ARTICLE IV

The Registered Agent of the Limited Liability Company and his street address in the State of Florida are as follows:

Richard A. Wood, Esq. 100 S.E. 2nd Street, 17th Floor Miami, Florida 33131 Audit No. H03000321918 3

ARTICLE V

The Limited Liability Company shall be member-managed by a Managing Member. The name and address of the Managing Member are as follows:

MABI Oceans 11, LLC 4000 Ponce de Leon Boulevard, Suite 450 Coral Gables, Florida 33146

as Authorized Representative of the Members

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

Before me personally appeared Richard A. Wood, as Authorized Representative of the Members, who is personally known to me, or who produced _______ as identification, to be the person who executed the foregoing Articles of Organization.

In witness whereof I have hereunto set my hand and official seal this ______ day of ______

Richard A. Wood,

Judith D. Rodman
Commission # 02 057845
Expires Oct. 18, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

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veriber, 2003.

Audit No. H03000321918 3

CERTIFICATE OF DESIGNATION OF RESIDENT AGENT AND ACCEPTANCE OF DESIGNATION

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company organized under the laws of the state of Florida, submits the following statement in designating its Registered Office and Registered Agent in the State of Florida:

- 1. The name of the limited liability company is HAVANA OCEANS 11, LLC.
- 2. The name and address of the Registered Agent and Office is:

Richard A. Wood, Esq. 100 S.E. 2nd Street, 17th Floor Miami, Florida 33131

Having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in the 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 am familiar with and accept the obligations of my position as Registered Agent.

Richard A. Wood, Registered Agent

Date: Navember 10 2003

HAVANA OCEANS 11, LLC

Righard A. Wood,

as Authorized Representative

of the Members

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