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To:

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Fax Number : (850)205-0383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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DIVISION OF CORPORATION

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LIMITED LIABILITY COMPANY

grand key estates III, llc

Certificate of Status	0
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Page Count	04
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION FOR
GRAND KEY ESTATES III, LLC.
A FLORIDA LIMITED LIABILITY COMPANY

The undersigned hereby files these Articles of Organization in order to form a Limited Liability Company under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Limited Liability Company is:

Grand Key Estates III, LLC.

ARTICLE II - ADDRESS:

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

1101 Brickell Avenue
South Tower Suite #400
Miami, FL 33131

ARTICLE III - DURATION:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV - PURPOSE

The purpose of organization of the Limited Liability Company is to engage in any and all acts, or purposes, as permitted under Section 608.404 of the Florida Statutes, as amended from time to time, and for any and all other applicable, or governing, laws of the State of Florida, except as any of those acts, or purposes, may otherwise be barred or restricted by law.

ARTICLE IV - MANAGEMENT:

Management of the Company is to be reserved to the members.

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TALLAHASSEE, FLORIDA

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ARTICLE VI - MAILING ADDRESS
The mailing address of the Limited Liability Company is:

1101 Brickell Avenue
South Tower-Suite #400
Miami, FL 33131

ARTICLE VII - REGISTERED AGENT AND ADDRESS

Sofia Powell-Cosio, P.A.
1900 S. W. 3rd. Avenue
Miami, FL 33129

IN WITNESS WHEREOF, these Articles of Organization have been
executed this 26 of November, 2003.

MEMBERS' AUTHORIZED REPRESENTATIVE

Sofia Powell-Cosio, P. A.

By: Sofia Powell-Cosio
Sofia Powell-Cosio-President

This Instrument Prepared By: Sofia Powell-Cosio, Esq.
1900 S. W. 3rd. Avenue
Miami, Florida 33129
(305) 579-9988
Florida Bar No. 0867942

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State of Florida)
) SS:
County of Miami-Dade)

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, Sofia Powell-Cosio personally appeared to me known to be the person described in the foregoing Articles of Organization, and acknowledged before me that she executed said Articles of Organization.

WITNESS my hand and seal in said State and County, this 2nd day of DECEMBER, 2003.

JOSE MARIA CARNERO DA CUNHA
Notary Public - State of Florida
My Commission Expires May 6, 2004
Commission # CC913088

Notary Public - State of Florida

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

GRAND KEY ESTATES III, LLC

2. The name and address of the registered agent and office is:

**Sofia Powell-Cosio, P.A.
1900 S. W. rd. Avenue
Miami, FL 33129**

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.

Sofia Powell-Cosio
Sofia Powell-Cosio, Esq.

Date: 12/2/03, 2003

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