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**LIMITED LIABILITY COMPANY****NIDOS-TRES, L.L.C.**

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

December 15, 2003

EMPIRE

SUBJECT: NIDOS-TRES, L.L.C.  
REF: W03000038089

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 608, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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ARTICLES OF ORGANIZATION  
OF  
NIDOS-TRES, L.L.C.

These Articles of Organization are made and acknowledged by the undersigned Members for the purpose of creating a domestic limited liability company in accordance with §608.407 Florida Statutes.

ARTICLE I

The cor name of the limited liability company shall be NIDOS-TRES, L.L.C. The limited liability company is organized to engage in any lawful act or activity for which a limited liability company may be organized under the provisions of the Florida Limited Liability Company Act set forth in Chapter 608 Florida Statutes. Without limitation of the foregoing, it is anticipated that the initial business of the limited liability company will be real property investment.

ARTICLE II

The limited liability company shall have perpetual existence, which existence shall commence upon the date these Articles of Organization are signed by the Members, as indicated below.

ARTICLE III

The address of the principal business office of the limited liability company shall be 510 S. Mashta Drive, Key Biscayne, Florida 33149. The mailing address shall be the same.

ARTICLE IV

The street address of the initial registered office of the limited liability company shall be 510 S. Mashta Drive, Key Biscayne, Florida 33149. The name of the initial registered agent of the limited liability company at that office is Catalina Echavarría. A written acceptance of such office in accordance with §608.407(d) Florida Statutes accompanies these Articles.

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#### ARTICLE V

The Members may admit additional Members by unanimous written consent of the then existing Members.

#### ARTICLE VI

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or upon the occurrence of any other event which terminates the continued membership of a Member in the limited liability company, the remaining Member or Members have the right to continue the business of the limited liability company. The Members may make such continuation contingent upon the performance of certain duties or obligations by the limited liability company or the remaining Members by separate written arrangement.

#### ARTICLE VII

Management of the limited liability company is reserved to the Members. The managing Members names and addresses follow:

Catalina Echavarria  
510 S. Mashta Drive  
Key Biscayne, Florida 33149

#### ARTICLE VIII

Unless stated otherwise herein or by separate written document signed by the Members affected, the rights of each Member shall be equal to those of the others.

In witness whereof, the undersigned Members have signed these Articles of Organization and has acknowledged such act before a Notary Public in and for the State of Florida, on this December 15, 2003.

 (SEAL)  
Catalina Echavarria

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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COUNTY OF MIAMI-DADE

ss:

Before me personally appeared Catalina Schavarrria, who is personally known to me or produced the following identification if not personally known to me:

(If not personally known, describe the identification furnished in the space above.)

and who did not take an oath, and acknowledged to and before me that the foregoing Articles of Organization were executed freely for the purposes therein expressed. Witness my hand and official seal this December 15, 2003.



Signature of Notary Public

Printed/Typed Name of Notary Public

Commission No.

My notary



The Notary Public must attach his official seal of office in the space above to the document. The seal of the Notary Public is a circular emblem containing the words "NOTARY PUBLIC" and "STATE OF FLORIDA". The seal must be placed on the document in the space provided above the signature of the Notary Public. The seal must be placed on the document in the space provided above the signature of the Notary Public. The seal must be placed on the document in the space provided above the signature of the Notary Public.

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ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Notice is hereby given to the Florida Department of State in accordance with §608.415 Florida Statutes that the undersigned, having been designated by WIDOS-TRES, L.L.C. in its Articles of Organization to serve as the Registered Agent of said limited liability company, and being familiar with the obligations of that position, hereby makes formal acceptance of such position and the responsibilities of the Registered Agent effective simultaneously with the designation. The business office of the undersigned is identical with the registered office of the said limited liability company, as provided by §608.415(1)(a) Florida Statutes.

Dated this December 11, 2003.

Catalina Echavarría  
Catalina Echavarría  
Registered Agent

WIDOS-TRES

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