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SECTIONS OF SAME

ALAN J. MARCUS

Attorney at Law
Aventura Corporate Center
20803 Biscayne Boulevard, Suite 301
Aventura, Florida 33180
Telephone (305) 937-1800
Telefax (305) 937-1857

Via Federal Express

December 9, 2003

Secretary of State Divisions of Corporations 409 East Gaines Street Tallahassee, Florida 32399

ONE MIAMI 1804, LLC

O3 DEC 10 PH 1:41
SEURL FARY OF STALL
TALLAHASSEE, FLORID,

Dear Sir or Madam:

Re:

Enclosed please find the Articles of Organization of ONE MIAMI 1804, LLC.

Please be kind enough to return to the undersigned a certified copy of the Articles of Organization using the enclosed Federal Express air bill.

I also enclose a check payable to the Secretary of State in the amount of \$155.00 representing the filing fee and certified copy charges.

If you have any questions or comments, please do not hesitate to contact me.

ALAN J. MARCUS

AJM/aja Encl.

ARTICLES OF ORGANIZATION OF ONE MIAMI 1804, LLC

ARTICLE I - Name

The name of the Limited Liability Company is **ONE MIAMI 1804, LLC** (the "Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is: c/o 888 Brickell Key Drive Unit 1004, Miami, FL 33131.

ARTICLE III - Duration

The duration of the existence of the Company shall be perpetual.

ARTICLE IV - Management

The daily, usual course of business of the Company will be managed by its manager (the "Manager"). The Manager shall be elected annually by the members in the manner prescribed by and provided for in the Regulations of the Company. The Manager shall also have responsibilities accorded to him by the members and as set forth in the Regulations of the Company. The members reserve the general management of the Company to themselves. The name and address of the Manager(s) who are to serve are as follows:

NAME ADDRESS

JESSE D. OTTLEY 888 Brickell Key Drive Unit 1004 Miami, FL 33131

CERTIFICATION OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA

- 1. The name of the limited liability company is **ONE MIAMI 1804, LLC**.
- 2. The name and the Florida street address of the registered agentist

Alan J. Marcus 20803 Biscayne Boulevard Suite 301 Aventura, Florida 33180

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 appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of 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.

ALAN J. MARCUS Registered Agent

Dated: December _

ARTICLE V - REGISTERED AGENT AND OFFICE

of the	initial registered agent of this Corporation	on at such address are as follo	We:		
	REGISTERED AGENT	STREET ADDRESS OF REGISTERED AGENT		03 DEC 1	9
	ALAN J. MARCUS, ESQ.	20803 Biscayne Boulevard Suite 301 Aventura, Florida 33180	SEE, FLORIDA	14:1 M9 0	

The street address of the initial registered office of this corporation and the name

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Organization for the foregoing uses and purposes this ______ day of December, 2003.

Manager:

JESSE D. (Manager