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CORPORATION NAME(S) & DOCU	Office Use Only MENT NUMBER(S), (if known):	\
1. PLACE DES ARTS HOLDINGS L	LC C	
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NEW FILINGS	<u>AMENDMENTS</u>	
Profit Not for Profit Limited Liability Domestication Other	Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger	
OTHER FILINGS	REGISTRATION/QUALIFICATION	
Annual Report Fictitious Name	Foreign Limited Partnership Reinstatement Trademark Other	
CR2E031(7/97)	Examiner's Initials	

ARTICLES OF ORGANIZATION

OF

PLACE DES ARTS HOLDING LLC

ARTICLE I

Name

The name of this limited liability company is PLACE DES ARTS HOLDING LLC (hereinafter "the Company").

ARTICLE II

Address

The principal street and mailing address of the Company is 3326 Mary Street, Suite 603, Coconut Grove, Florida 33133

ARTICLE III

Duration

The Company's existence shall commence upon the filing of these Articles of Organization with the Florida Department of State and said existence shall be perpetual.

ARTICLE IV

Initial Registered Office and Agent

The name and mailing address of the initial registered office and the initial registered agent of the Company is:

World Corporate Services, Inc. 2665 South Bayshore Drive, Suite 703 Miami, Florida 33133

ARTICLE V

Purpose

The Company shall be a single purpose entity. The Company's sole purpose and the nature of the Company's business is to own, construct, hold, sell, assign, transfer, pledge and otherwise deal with the property located at 301 Hendricks Isle Blvd, Ft. Lauderdale, FL; and (c) do any and all things incident thereto or in connection therewith.



ARTICLE VI

Organizer & Authorized Representative

The name and street and mailing address of the person signing these Articles as Organizer is:

Albert J. Lazo, Esq. Richards and Polansky, P.A. 2665 South Bayshore Drive, Suite 703 Miami, Florida 33133

ARTICLE VII

Management

The Company shall be managed by its member. The name and address of the Managing Member of the Company is as follows:

PLACE DES ARTS, LLC 3326 Mary Street, Suite 603 Miami, Florida 33133

In accordance with Section 608.408(3), Fiorida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.

Albert J. Lazo, Authorized Representative

ARTICLE VIII

Effective Date

These Articles of Organization shall be effective as of December 15, 2003.

ORGANIZER AND AUTHORIZED REPRESENTATIVE

IN WITNESS WHEREOF, I have made and subscribed these Articles of Organization this /7 day of December 2002.

Albert J. Lazo

STATE OF FLORIDA

) SS:

COUNTY OF MIAMI-DADE

I HEREBY CERTIFY that on this day, before me, personally appeared Albert J. Lazo, who is well known to me to be the person described in and who executed these Articles of Organization as Organizer and Authorized Representative, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me at the County and State last aforesaid this 1740 day of December, 2002.

NOTARY PUBLIC

STATE OF FLORIDA AT LARGE

My Commission Expires:

H: CLIENTS'Naranjo, E/301 Hundricks'Place des Arts Holdings'LLCArticles.doc

Andrea Darling de Cortes Commission #DD157178 Expires: Oct 10, 2006 Bonded Thru Atlantic Bonding Co., Inc.

ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT this appointment of, and designation as registered agent for service of process within the State of Florida of PLACE DES ARTS HOLDING LLC named in the Articles of Organization herein above set forth and I do hereby further state that I can be found as registered agent for service of process upon said proposed company at the address set forth in Article IV of such Articles.

IN WITNESS WHEREOF, as said registered agent, I have caused this statement to be signed on this _____ day of December 2003.

Mitchell S. Polansky, Vice-President World Corporate Services, Inc.