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CIVISION OF CORPORATION

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LIMITED LIABILITY COMPANY
MIAMI DEVELOPMENT PROPERTIES LLC

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ARTICLES OF ORGANIZATION

OF

MIAMI DEVELOPMENT PROPERTIES LLC

ARTICLE I

Name

The name of this limited liability company is MIAMI DEVELOPMENT PROPERTIES LLC (hereinafter "the Company").

ARTICLE II

Address

The principal street and mailing address of the Company is 2665 S. Bayshore Drive, suite 703, Miami, FL 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 authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which Limited Liability Companies shall be created under § 608.404, Fla. Stat., as amended and supplemented.

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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 will be managed by at least (1) manager and is, therefore, a manager-managed company. The following individuals shall be the initial managers:

Mario Garnerero
2665 South Bayshore Drive, Suite 703
Miami, Florida 33133

Alvaro Garnerero
2665 South Bayshore Drive, Suite 703
Miami, Florida 33133

In accordance with Section 608.408(3), Florida 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

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TALLAHASSEE, FLORIDA

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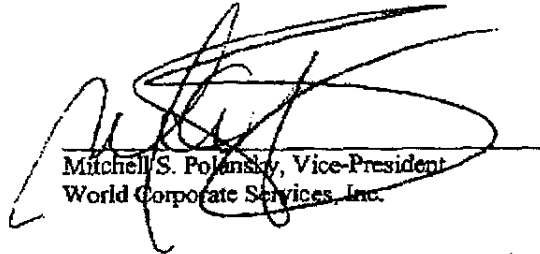
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ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT this appointment of, and designation as registered agent for service of process within the State of Florida of Miami Development Properties 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 corporation 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 5th day of January, 2004



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

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