

**Electronic Articles of Organization
For
Florida Limited Liability Company**

**L04000007570
FILED 8:00 AM
January 28, 2004
Sec. Of State**

Article I

The name of the Limited Liability Company is:

CONDUT MANAGEMENT LLC

Article II

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

650 WEST AVENUE
SUITE 2604
MIAMI BEACH, FL. 33139

The mailing address of the Limited Liability Company is:

650 WEST AVENUE
SUITE 2604
MIAMI BEACH, FL. 33139

Article III

The purpose for which this Limited Liability Company is organized is:

1) TO ENGAGE IN REAL ESTATE DEVELOPMENT, MANAGEMENT. □ □ 2) TO
DO ALL THINGS INCIDENTAL AND NECESSARY TO THE FORGOING. □ □ 3)
TO ENGAGE IN ANY OTHER LAWFUL PURPOSE

Article IV

The name and Florida street address of the registered agent is:

DAVID A FINKELSTEIN ESQ.
1512 WEST FLAGLER STREET
SUITE 770
MIAMI, FL. 33135

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.

Registered Agent Signature: DAVID A. FINKELSTEIN, ESQ.

Article V

The name and address of managing members/managers are:

Title: MGRM
DIETER UTNER
650 WEST AVENUE SUITE 2604
MIAMI BEACH, FL. 33139

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Article VI

The effective date for this Limited Liability Company shall be:

01/27/2004

Signature of member or an authorized representative of a member

Signature: DIETER UTNER