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From:

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Account Name : BILZIN, SUMBERG BAENA PRICE & AXELROD LLP
Account Number : 075350000132
Phone : (305) 374-7580
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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

Swordlow Marina Grande GP, LLC

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**ARTICLES OF ORGANIZATION
OF
SWERDLOW MARINA GRANDE GP, LLC
a Florida limited liability company**

1. The name of the limited liability company is Swerdlow Marina Grande GP, LLC.
2. The mailing and street address of the principal office of the limited liability company is:

3390 Mary Street
Suite 200
Coconut Grove, Florida 33133
3. The name and street address of the initial registered agent of the limited liability company are:

Theodore R. Stotzer
321 East Hillsboro Boulevard
Deerfield Beach, Florida 33441

Dated: as of February 12, 2004.

/s/ Theodore R. Stotzer
Theodore R. Stotzer, Authorized
Representative

**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

The undersigned, who has been designated in the foregoing Articles of Organization as registered agent for the limited liability company therein named, hereby agrees that (i) he accepts such appointment as registered agent and will accept service of process for and on behalf of said limited liability company, and (ii) he is familiar with and will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited liability company.

Dated: as of February 12, 2004.

/s/ Theodore R. Stotzer
Theodore R. Stotzer, Registered Agent

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