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Account Number : 072450003255
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LIMITED LIABILITY COMPANY**sports world homestead, L.L.C.**

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
SPORTS WORLD HOMESTEAD, L.L.C.**

ARTICLE I

The name of this Limited Liability Company shall be: **SPORTS WORLD HOMESTEAD, L.L.C.**

ARTICLE II

The Limited Liability Company shall exist for a period of thirty years.

ARTICLE III

This Limited Liability Company is created for any lawful business purpose, except that special statutes for the regulation and control of specific types of business shall control when in conflict herewith.

The members may continue the business of this Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member.

ARTICLE IV

The place of business and mailing address of this Limited Liability Company shall be 2400 West 84th Street, Suite 14, Hialeah, Florida 33016, and such other place or places as the members from time to time may determine. The initial registered agent of the Limited Liability Company shall be John M. Rodriguez, Esq.

The initial registered office address shall be 7600 West 20th Avenue, Suite 220, Hialeah, Florida 33016.

ARTICLE V

The member(s) of this Limited Liability Company, and their respective membership shares are:

ANTHONY MENDEZ	50 %
BRIAN CARR	50 %

ARTICLE VI

The Limited Liability Company will be managed by two managers. The initial manager(s) shall

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CLERK OF CIRCUIT
JUDICIAL
TALLAHASSEE, FLORIDA

be: ANTHONY MENDEZ and BRIAN CARR. Their addresses are:

ANTHONY MENDEZ
2400 West 84th Street, Suite 14
Hialeah, Florida 33016

BRIAN CARR
2400 West 84th Street, Suite 14
Hialeah, Florida 33016

ARTICLE VII

The Limited Liability Company does hereby indemnify its Managers for any of their conduct on behalf of or related to their duties as Managers of the Limited Liability Company and holds them harmless for any acts on behalf of or in connection with their services for the Limited Liability Company.

IN WITNESS WHEREOF, THE PARTIES HERETO HAVE EXECUTED THESE ARTICLES OF ORGANIZATION.


ANTHONY MENDEZ

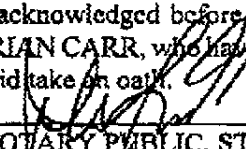

BRIAN CARR

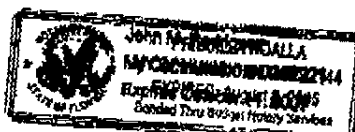
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 17 day of Feb., 2004, by ANTHONY MENDEZ and BRIAN CARR, who have personally appeared before me, who are personally known to me, and who did take an oath.


NOTARY PUBLIC, STATE OF FLORIDA
Print Name: John M. Rodriguez

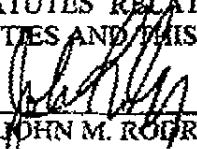


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WRITTEN ACCEPTANCE BY AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY, AT THE REGISTERED OFFICE DESIGNATED IN THE CERTIFICATE SET FORTH ABOVE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER STATE THAT I AM FAMILIAR WITH AND ACCEPT AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES AND THIS POSITION.


JOHN M. RODRIGUEZ
IS REGISTERED AGENT FOR
SPORTS WORLD HOMESTEAD, L.L.C.

STATE OF FLORIDA)
) SS
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 17 day of Feb., 2004, by JOHN M. RODRIGUEZ, who personally appeared before me, who is personally known to me, and who did taken an oath.


NOTARY PUBLIC, STATE OF FLORIDA
Print Name: PRISCILLA NOALLA



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