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Florida Department of State
Division of Corporations
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LIMITED LIABILITY COMPANY

REALCA DEVELOPMENT, L.L.C.

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Certified Copy	1
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Gateway Title Company

600 NORTH PINE ISLAND ROAD
SUITE 400
PLANTATION, FLORIDA 33324
TELEPHONE (954) 315-0255

AIRPORT EXECUTIVE TOWER 2
PENTHOUSE 1
7270 N.W. 12TH STREET
MIAMI, FLORIDA 33126
TELEPHONE (305) 477-1155
TELECOPIER (305) 477-3880
1-800-233-1825

REPLY TO Miami
WRITER'S E-MAIL
olga1@prodslaw.com

FACSIMILE TRANSMISSION

DATE: 2-25-04
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FROM: OLGA MOLINA
RE: Realca Development

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**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is: REALCA DEVELOPMENT, L.L.C.

ARTICLE II - Address:

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

1150 NW 72nd Avenue, PH-1, Miami, Florida 33126

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be: Twenty-Nine (29) years from the date of filing with the Secretary of State.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Rafael Reyes

1150 NW 72nd Avenue, Ph-1
Miami, Florida 33126

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TALLAHASSEE, FLORIDA

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ARTICLE V - Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

1. Unanimous consent of all remaining members.
2. Any newly admitted member will be required to make a capital contribution in amount to be decided by the then remaining members.

ARTICLE VI - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be controlled by the Operating Agreement executed by all members identified hereinafter.

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TALLAHASSEE, FLORIDA

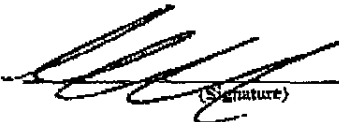
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**CERTIFICATE OF DESIGNATION OF
RESIGNATION AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: REALCA DEVELOPMENT, L.L.C.
2. The name and address of the registered agent and office is: Sidney Z. Brodie, whose address is 7270 NW 12th Street, PH-I, Miami, Florida 33126.

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 property and complete performance of my duties, and I am familiar with the accept the obligations of my position as registered agent.


(Signature)

2-25-04
(Date)

Designation of Registered Agent

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SIGNATURE PAGE OF MEMBERS


In acceptance of an office and as a Florida Senator, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

RAFAEL REYES

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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