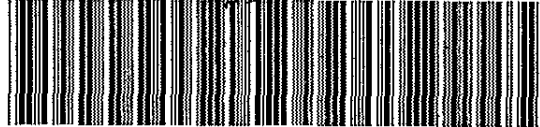


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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01/26/04--01074--011 **78.00

02/26/04--01021--015 **52.00

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

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Glenda E. Hood
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 11, 2004

DAVID R. BERLEY, P.A.
848 BRICKELL AVE.
SUITE 200
MIAMI, FL 33131

SUBJECT: 3653 OAK AVENUE, L.L.C.
Ref. Number: W04000005495

We have received your document for 3653 OAK AVENUE, L.L.C. and your check(s) totaling \$78.00. However, the document has not been filed and is being retained in this office for the following:

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

There is a balance due of \$52.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 204A00008938

Law Offices of
DAVID R. BERLEY, P.A.
Attorney at Law

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
848 Brickell Avenue
Suite 200
Miami, FL 33131
(305) 373-8000
Ltr. Fax (305) 375-9428
Lgl. Fax (305) 358-4916
www.berleylaw.com
drberley@berleylaw.com

January 22, 2004


Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

Re: 3563 Oak Avenue, LLC
Our File No. 04-7446

Gentlemen:

Enclosed please find duplicate Articles of Incorporation for the above corporation together with a check for \$78.00 being the filing fee. Kindly form this corporation as of January 15, 2004.

Very truly yours,


David R. Berley

DRB:sl
enclosures

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

FILED

04 FEB 19 PM 12: 25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name:

The name of the Limited Liability Company is:

3653 Oak Avenue, L.L.C

ARTICLE II - Address:

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

12945 Coronado Drive
North Miami, FL 33181

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be: Perpetual

ARTICLE IV - Management:

The Limited Liability Company is to be managed by two managers, and the name and address of such managers are:

James Gerard

12945 Coronado Drive
North Miami, FL 33181

John Gerard

4811 59th Street
San Diego, CA 92115

ARTICLE V - Admission of Additional Members:

The right to admit additional members is limited, the same to only occur upon consent of all members.

ARTICLE VI - Members Rights to Continue Business:

The right 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 solely upon the affirmative vote of all of the remaining members.

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TALLAHASSEE, FLORIDA


John Gerard


James Gerard, Owner, Manager

3

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

FILED

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

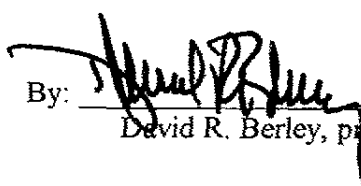
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the Limited Liability Company is: 3653 Oak Avenue, L.L.C.
2. The name and the Florida street address of the registered agent are:

Berlit Corporate Services, Inc.
848 Brickell Ave.
Suite 200
Miami, Florida 33131

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.

Berlit Corporate Services, Inc.

By: 
David R. Berley, president

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