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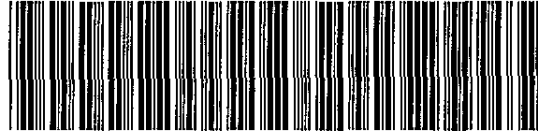
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 562245 10071A

AUTHORIZATION :

COST LIMIT : \$ 125.00

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TALLAHASSEE, FLORIDA

ORDER DATE : April 12, 2004

ORDER TIME : 3:55 PM

ORDER NO. : 562245-005

CUSTOMER NO: 10071A

CUSTOMER: Richard I. Kroop, Esq
Kroop & Scheinberg, P.a.

Suite C-1, South Bay Club
800 West Avenue
Miami Beach, FL 33139

DOMESTIC FILING

NAME: HAVANA LOFTS, L.L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan - EXT. 2955

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION

OF

HAVANA LOFTS, L.L.C.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I: NAME OF LIMITED LIABILITY COMPANY

The name of the Company shall be HAVANA LOFTS, L.L.C.

ARTICLE II: PURPOSE

The purpose for which this Limited Liability Company is organized to engage in any lawful activity or to transact any lawful business for which limited liability companies may be organized pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as amended.

ARTICLE III: PRINCIPAL OFFICE

The principal office and mailing address of the Company is 1550 N. View Drive, Miami Beach, Florida 33140

ARTICLE IV: TERM OF EXISTENCE

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company shall exist perpetually.

ARTICLE V: REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Company in the State of Florida is KROOP & SCHEINBERG P.A. 800 West Ave. Miami Beach, FL 33139

ARTICLE VI: MANAGEMENT

The Company shall be managed by a manager in accordance with regulations adopted for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The original Manager shall be DANIEL J. MARTINCAK

ARTICLE VII: ORGANIZER

The names and addresses of the persons signing these Articles of Organization as Members are: DANIEL J. MARTINCAK 1550 N. View Dr. Miami Beach Fl 33139

IN WITNESS WHEREOF, the undersigned Members executed these Articles of Organization this 12 day of ~~March~~^{April}, 2004.



DANIEL J. MARTINCAK

STATE OF FLORIDA

COUNTY OF MIAMI DADE

I HEREBY CERTIFY that on this _____ day of April, 2004, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared DANIEL J. MARTINCAK, known to me to be the person described herein and who executed the foregoing instrument, who acknowledged before me that he executed the same, who are personally known to me, or () who have produced _____ as identification, and who did take an oath.

My Commission expires:

Notary Public, State of _____

REGISTERED AGENT'S ACCEPTANCE

Having been named as Registered Agent and to accept service of process for the above stated Limited Liability Company at the place designated in the 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 as provided for in Chapter 608, Florida Statute F.S.

KROOP & SCHEINBERG P.A.

800 West Ave. # C-1

Miami Beach Fl. 33139

By: 

RICHARD I. KROOP, ESQ.

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


DANIEL A. MARTINCAK