

L04000028224

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(Address)

(City/State/Zip/Phone #)

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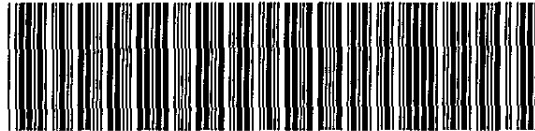
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**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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1.) CL Brickell Village, L.L.C.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

Articles of Organization

Of

CL Brickell Village, L.L.C.

The undersigned, as the authorized representative of the initial member of CL Brickell Village, L.L.C., a Florida limited liability company (the "Company"), hereby forms a limited liability company under the laws of the State of Florida.

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Article I – Name

The name of this Company is:

CL Brickell Village, L.L.C.

Article II– Principal Office

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

5825 Sunset Drive
Suite 309
South Miami, Florida 33143

Article III– Duration

The Company shall commence its existence upon the filing of these Articles of Organization with the Secretary of State of the State of Florida. The Company shall have perpetual existence.

Article IV - Management

The Company shall be managed by one (1) or more Managers designated from time to time by the Members of the Company and is, therefore, a Manager-managed company. The names and addresses of the initial Managers are:

Edward W. Beiner
5825 Sunset Drive, Suite 309
South Miami, Florida 33143

Guido Balocco
5825 Sunset Drive, Suite 309
South Miami, Florida 33143

Article V – Admission of Additional Members

The Company may admit additional Members upon the unanimous approval of then existing Members of the Company.

Article VI – Limitation on Agency Authority of Members

No Member of the Company shall be an agent of the Company solely by virtue of being a Member, and no Member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a Member.

Article VII – Registered Agent

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

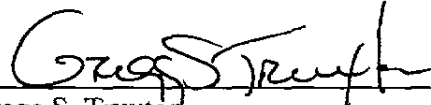
Bolaños, Truxton, P.A.
2121 Ponce de Leon Blvd., Suite 600
Coral Gables, Florida 33134

Article VIII – Amendment

These Articles of Organization may be amended or repealed upon the unanimous approval of then existing Members of the Company.

In Witness Whereof, the undersigned has executed the foregoing Articles of Organization as the authorized representative of the initial Members of the Company as of this 12 day of April, 2004.

Authorized Representative:


Gregg S. Truxton

**CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT UPON WHOM
SERVICE OF PROCESS WITH THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 608.415 and 608.507, Florida Statutes:

Having been appointed registered agent of CL Brickell Village, L.L.C., in its Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that he is familiar with, and accepts, the obligations of such position.

Bolaños, Truxton, P.A.

By: Gregg S. Truxton
Gregg S. Truxton
2121 Ponce de Leon Blvd., Suite 600
Coral Gables, Florida 33134

Dated: April 12, 2004