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Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

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LIMITED LIABILITY COMPANY**54th Street Development Group, LLC**

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
54th Street Development Group, LLC

Article II. Address

The Company's street and mailing address is:
54th Street Development Group, LLC
5410 North Bay Road
Miami Beach FL 33180 UNITED STATES OF AMERICA

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Mark A. Tobin
203 S.W. 13th Street
Miami FL 33130

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Mark J. Boulris | FL Bar Member 776750
Shutts & Bowen LLP
201 South Biscayne Boulevard, Suite 1500
Miami FL 33131
305-358-6300

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Article V. Management

This will be a manager-managed company. The name and address of each manager is:


MARK A. TOBIN
5410 North Bay Road Miami Beach FL 33180

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Article VI. Company Existence

The Company's existence shall begin effective as of April 16, 2004.

The undersigned authorized representative of a member executed these Articles of Organization on April 19, 2004.



MARK J. BOULRIS, ESQ.
by K. Sarria as attorney-in-fact

Mark J. Boulris | FL Bar Member 776750
Shutts & Bowen LLP
201 South Biscayne Boulevard, Suite 1500
Miami FL 33131
305-358-6300

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

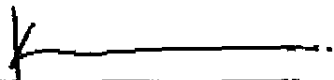
54th Street Development Group, LLC

REGISTERED AGENT/OFFICE:

Mark A. Tobin
203 S.W. 13th Street
Miami FL 33130

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I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


MARK A. TOBIN
by K. Sarria as attorney-in-fact

Date: April 19, 2004

Mark J. Boulris | FL Bar Member 776750
Shutts & Bowen LLP
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Miami FL 33131
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