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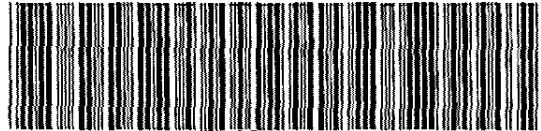
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
04 MAY -3 AM 9:45

*FL UP  
Wheat*

April 30, 2004

VIA U.S. MAIL

Brenda Tadlock  
Registration Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Subject: Seaside Villas at Isle of Venice, LLC

The enclosed Articles of Organization and fee are submitted for filing for the above-referenced company.

Please return all correspondence concerning this matter to the following:

Robert Rubin  
Apex Capital Corporation  
13040 Old Cutler Road  
Miami, FL 33156

For additional information concerning this matter, please call: Robert Rubin at (786) 331-3391.

Sincerely,

  
Robert Rubin

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

**Article I**

**Name:**

The name of the Limited Liability Company is:

Seaside Villas at Isle of Venice, LLC

**Article II**

**Address:**

The street address of the Limited Liability Company is:

13040 Old Cutler Road  
Miami, FL 33156

The mailing address of the Limited Liability Company is:

13040 Old Cutler Road  
Miami, FL 33156

**Article III**

**Registered Agent, Registered Office & Registered Agent's Signature:**

The name and Florida street address of the registered agent is:

Robert Rubin  
13040 Old Cutler Road  
Miami, FL 33156

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.

  
Robert Rubin, Registered Agent

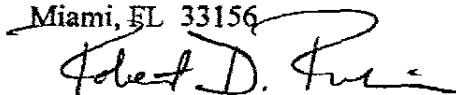
**Article IV  
Managing Member**

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04 MAY -3 AM 9:45

The name and address of the Managing Member is as follows:

Managing Member

Apex Capital Corporation  
13040 Old Cutler Road  
Miami, FL 33156

A handwritten signature in dark ink, appearing to read "Robert D. Rubin", is written over a horizontal line.

Robert Rubin, President

(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)