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(Requestor's Name)

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PICK-UP WAIT MAIL

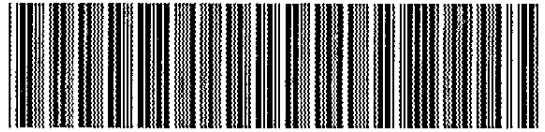
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

br

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

1680 Michigan Partners, LLC

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- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
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- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

Signature _____

Requested by: *wc* *5/6* *2:00*
Name Date Time

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ARTICLES OF ORGANIZATION
OF
1680 MICHIGAN PARTNERS, LLC

* * *

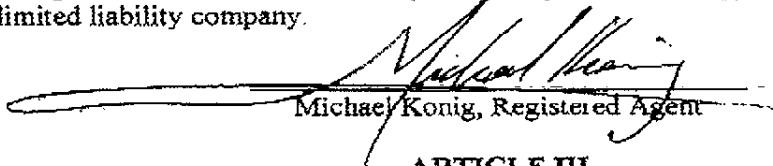
ARTICLE I
Name

The name of the limited liability company is 1680 MICHIGAN PARTNERS, LLC

ARTICLE II
Principal Office and Registered Agent

The mailing and street address of the principal office of the limited liability company is 1110 Brickell Avenue, Suite 609, Miami, FL 33131. The name and street address of the initial registered agent for service of process on the limited liability company is Michael Konig, 1110 Brickell Avenue, Suite 609, Miami, FL 33131.

The undersigned is familiar with and accepts the obligations of his appointment as registered agent for the limited liability company.


Michael Konig, Registered Agent

ARTICLE III
Management

The limited liability company is to be managed by one or more managers and is, therefore, a manager - managed limited liability company.

ARTICLE IV
Membership

The limited liability company shall have only one member. The initial member of the limited liability company shall be 1680 SOBE VENTURE PARTNERS, LLC, a Florida limited liability company.

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ARTICLE V
Additional Provisions

The nature of the business of the limited liability company and the objects or purposes to be transacted, promoted or carried on by it are to engage solely in the following activities:

(i) to acquire, own, hold, lease, operate, manage, maintain, develop and improve the real property located at 1680 Michigan Avenue, Miami Beach, Florida and 1000 17th Street, Miami Beach (the "Property");

(ii) to enter into and perform its obligations under the applicable Loan Documents (as defined herein) and such other documents as are necessary or advisable for the Limited liability company to undertake all rights, duties and obligations in connection with the Property;

(iii) to sell, transfer, service, convey, dispose of, pledge, assign, borrow money against, finance or otherwise deal with the Property to the extent permitted under the applicable loan agreements executed in connection with the Property (the "Loan Documents"); and

(iv) to engage in any lawful act or activity and to exercise any powers permitted to limited liability companies organized under the laws of the State of Florida that are related or incidental to and necessary, convenient or advisable for the accomplishment of the above-mentioned purposes.

IN WITNESS WHEREOF, the undersigned, a member of the limited liability company, has executed these Articles of Organization on the 5TH day of May, 2004.

1680 SOBE VENTURE PARTNERS, LLC
By: SMK VENTURE PARTNERS, LLC, Manager

By: _____

Samuel Konig
Managing Director