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(Address)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 10, 2004

Registration Section Division of Corp.
409 E. Gaines, Street
Tallahassee, FL 32399

RE: South Dade Warehouse, LLC
Our File No. : 31918-2

Sir/Madam:

Attached please the signed Articles of Organization, Cover Sheet and check for \$166.60 sent for the purpose of registering, with the State of Florida, South Dade Warehouse, LLC.

Also included please find the overnight return envelope, which we request be used in returning the registration documents to us. If there are any questions, please feel free to call.

Very truly yours,


William L. Summers

WLS/mg
Enc.

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TALLAHASSEE, FLORIDA

TO: Registration Section
Division of Corporations

SUBJECT: South Dade Warehouse, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

William L. Summers
2600 Douglas Road, Suite #304
Coral Gables, FL 33134

For further information concerning this matter, please call:

William L. Summers at (305) 444-4418

STREET ADDRESS:
Registration Section Division of Corporations
409 E. Gaines, Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
South Florida Warehouse, LLC**

ARTICLE I - NAME

The name of this limited liability company is:
South Florida Warehouse, LLC

ARTICLE II - PLACE OF BUSINESS

The mailing address and the street address of the principal office are:

13030 SW 133rd Court
Miami, FL 33186

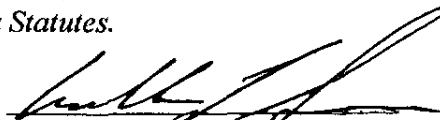
ARTICLE III - INITIAL REGISTERED AGENT

The name and address of the initial registered agent of this corporation are:

William L. Summers
2600 Douglas Road, Suite 304
Coral Gables, Florida 33134

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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 as provided for in Chapter 608, Florida Statutes.


Registered Agent's Signature

May 9, 2004
Date

ARTICLE IV - MEMBERS

The names and addresses of the members of this Manager-Managed company are as follows:

Ralph Kassner
9380 SW 112 St
Miami, FL 33176

Phil Goodman
18424 SW 87 CT
Miami, FL 33157

William Summers
8801 SW 113 Terr.
Miami, FL 33176

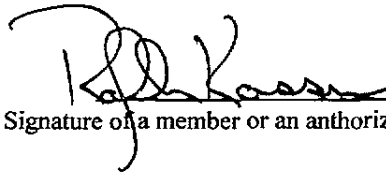
Terry Moore
8780 SW 175 St
Miami, FL 33157

Tom Brewer
13030 SW 133rd Court
Miami, FL 33186

ARTICLE V - BUSINESS PURPOSE

The purpose of this Limited Liability Company is the purchase and management of commercial real property located in South Florida.

ARTICLE VI - REQUIRED SIGNATURE

 General Manager
Signature of a member or an authorized representative of a member.

(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.)

Ralph Kassner
name of signee

Filing Fees Paid by enclosed check:
\$100.00 Filing Fee for Articles of Organization
\$ 25.00 Designation of Registered Agent
\$ 36.60 Certified Copy
\$ 5.00 Certificate of Status
\$166.60 TOTAL

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