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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

LIMITED LIABILITY COMPANY

bernard houses, l.l.c.

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DIVISION OF CORPORATIONS

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED

LIABILITY COMPANY

ARTICLE I - Name

The name of the Limited Liability Company is: **BERNARD HOUSES, L.L.C.**

ARTICLE II - Address

The mailing address and street address of the principal office of the Limited Liability Company shall be:

1822 WILSON STREET
HOLLYWOOD, FL 33020

ARTICLE III - Duration

The period of duration for the Limited Liability Company shall be from the date of the filing and acceptance of these articles as filed by the Secretary of State. The Company then shall continue until January 1, 2034 unless previously dissolved according to law.

ARTICLE IV - Management:

The Limited Liability Company is a member-managed company, to be managed by the members, and the name and address of the managing member is:

RINA BERNARD
1822 WILSON STREET
HOLLYWOOD, FLORIDA 33030

Theodore F. Brill, Esq.
Theodore F. Brill, P.A.
8211 W. Broward Blvd., Suite 360
Plantation, FL 33324
(954) 370-0800
FL Bar No. 236462

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ARTICLE V - Admission of Additional Members:

The right of the remaining members to admit additional members and the terms and conditions of the admissions shall be as provided in the Company's Operating Agreement.

ARTICLE VI - Members Rights to Continue Business:

The right of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be limited to that permitted in the Company's Operating Agreement.

ARTICLE VII

MEMBER

The name and address of the member signing these Articles of Organization is:

RINA BERNARD
1822 WILSON STREET
HOLLYWOOD, FLORIDA 33020

The undersigned has executed these Articles of Organization on

June 23 _____, 2004 as a member.

Rina Bernard
RINA BERNARD
Member

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: BERNARD HOUSES, L.L.C.

2. The name and address of the registered agent and office is:

THEODORE F. BRILL, ESQ.
8211 W. Broward Blvd., Suite 360
Plantation, Florida 33324-2737

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.

Theodore F. Brill
(Signature)

6/22/04
(Date)

FILED
JUN 24 2004
PLANTATION, FLORIDA

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