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(Requestor's Name)

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(City/State/Zip/Phone #)

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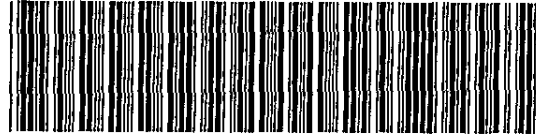
(Business Entity Name)

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

LO4-69452
AL

MARIO G. DE MENDOZA, III, P.A.

ATTORNEY AT LAW

12765 FOREST HILL BOULEVARD

SUITE 1302

WELLINGTON, FLORIDA 33414

TELEPHONE: (561) 659-1111

TELEFAX: (561) 784-2933

E-MAIL: office@pblaw.us

September 20, 2004

VIA FEDEX

Corporation Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

**Re: Avendano Polo Ranch, LLC
Our File No. 5505.2**

Dear sir or madam:

Enclosed herewith for filing with your office please find an original and a copy of the fully executed Articles of Organization for Avendano Polo Ranch, LLC. Also enclosed is a check in the amount of \$155.00, representing the requisite filing fee plus the cost of a certified copy of the Articles of Organization.

Upon filing of the Articles, please forward the certified copy to the undersigned.

Thank you for your assistance.

Sincerely,



Mario G. de Mendoza, III

MGMIII:dw
Enclosures

F:\CORPS\Avendano Polo Ranch, LLC\Secy State ltr to file Articles OFN 5505.2 on 9.16.04.wpd

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TALLAHASSEE, FLORIDA
DIVISION OF STATE

AVENDANO POLO RANCH, LLC
ARTICLES OF ORGANIZATION

The undersigned, pursuant to the provision of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida does set forth the following:

ARTICLE I - NAME

The name of the Limited Liability Company is "AVENDANO POLO RANCH, LLC"

ARTICLE II - PERIOD OF DURATION

The period of duration of the Limited Liability Company shall be from the date of filing these Articles of Organization until the first to occur of the following:

- (i) Thirty (30) years from the date of filing of these Articles of Organization with the Department of State, or
- (ii) Dissolution of the Limited Liability Company pursuant to the provisions of the Florida Limited Liability Company Act.

ARTICLE III - PURPOSE

The purpose for which the Limited Liability Company is organized is to acquire real property to be held for investment, lease and/or sale, as well as to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Limited Liability Company shall have all of the powers vested in a Limited Liability Company organized and existing by virtue of such laws.

ARTICLE IV - MAILING ADDRESS AND PRINCIPAL OFFICE

The mailing address of the Limited Liability Company is: c/o Mario G. de Mendoza, III, P.A., 12765 Forest Hill Blvd., Suite 1302, Wellington, Florida 33414. The principal office of the Limited Liability Company is: c/o Gonzalo M. Avendaño, 299 West Mashta Drive, Key Biscayne, Florida 33149.

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DEPARTMENT OF STATE
PALM SPRING, FLORIDA

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ARTICLE V - REGISTERED AGENT

The name and address of the initial registered agent in Florida for the Limited Liability Company is: Mario G. de Mendoza, III, P.A., 12765 Forest Hill Boulevard, Suite 1302, Wellington, Florida 33414.

ARTICLE VI - MANAGEMENT

The Limited Liability Company is to be a manager-managed company.

These Articles of Organization were executed this 18 day of SEPTEMBER 2004.

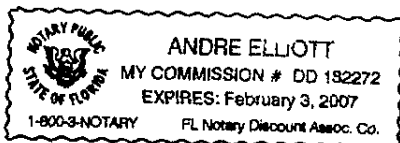
X [Signature]
Gonzalo M. Avendaño, Member

STATE OF Florida
COUNTY OF Polk

On this 18 day of September, 2004, before me personally appeared Gonzalo M. Avendaño, Member of Avendano Polo Ranch, LLC, a Florida Limited Liability Company to be formed, to me known to be the person who executed the foregoing, and who acknowledged before me that he executed the same for the purposes expressed therein. He is personally known to me, or has produced DIVERS GAMES as identification, and he did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the County and State aforesaid.

(Notary Seal)



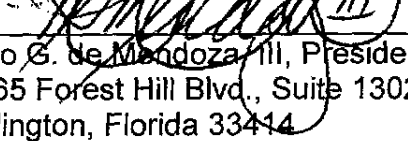
[Signature]
Notary Public
Commission No.: DD 192272
Commission expires: 2-3-07

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ACCEPTANCE OF REGISTERED AGENT

Having been named as the registered agent for Avendano Polo Ranch, LLC, a Florida Limited Liability Company, I hereby accept the appointment as registered agent. I am familiar with and agree to accept the obligations of the position of registered agent as provided for in Chapter 608, Florida Statutes.

Mario G. de Mendoza, III, P.A.

By: 
Mario G. de Mendoza, III, President
12765 Forest Hill Blvd., Suite 1302
Wellington, Florida 33414

Date: Sept 14, 2004

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA