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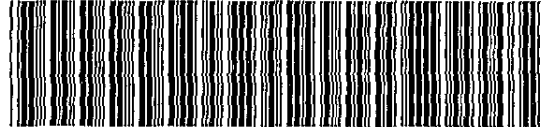
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DIVISION OF CORPORATIONS
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& SHEEHAN
P.A.**

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OF COUNSEL:
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October 11, 2004

VIA HAND DELIVERY
Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

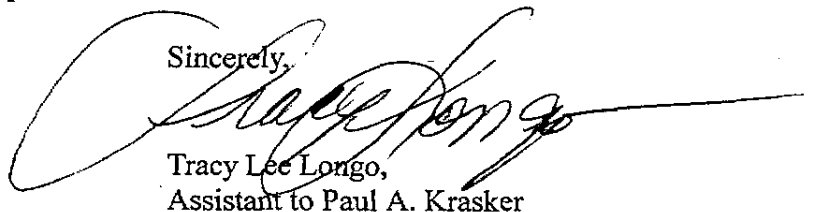
Re: Incorporation of Miami Road Partners, LLC

Dear Sir/Madam:

Enclosed herewith please find an original and one copy of the Articles of Organization for Miami Road Partners, LLC along with this law firm's check in the amount of \$125.00 to cover your costs associated with filing the same. Please file the enclosed as soon as possible.

Should you have any questions, please do not hesitate to call.

Sincerely,



Tracy Lee Longo,
Assistant to Paul A. Krasker

/tll
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
MIAMI ROAD PARTNERS, LLC**

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04 OCT 12 AM 10:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby forms and establishes a limited liability company under the laws of the State of Florida.

ARTICLE I

The name of this limited liability company is MIAMI ROAD PARTNERS, LLC ("Company").

ARTICLE II

The mailing address and street address of the principal place of business of the Company is 736 Park Place, West Palm Beach, FL 33401. The Company may at its discretion, at any time, change the address of its principal place of business.

ARTICLE III

The name and street address of the initial registered agent of this Company is Paul A. Krasker, 625 N. Flagler Drive, 9th Floor, West Palm Beach, FL 33401.

ARTICLE IV

The management of this Company shall be vested in the managers. The name and mailing address of the managers ("Managers") are as follows: Richard Bruce whose address is 736 Park Place, West Palm Beach, FL 33401 and Janet Bruce whose address is 736 Park Place, West Palm Beach, FL 33401.

ARTICLE V

The business of this Company shall be dissolved 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 this Company.

ARTICLE VI

The power to adapt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the Manager.

ARTICLE VII

Except as otherwise provided by law, no debt shall be contracted nor liability incurred by or on behalf of this Company except by either of the Managers.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 17th day of October, 2004.

P. L.

Paul A. Krasker, an Authorized Representative

STATE OF Florida
COUNTY OF Dade

The foregoing instrument was acknowledged before me this 17th day of October, 2004, by Paul A. Krasker, as the authorized representative of the members, who is personally known to me, **OR** has produced _____ as identification.



(NOTARY STAMP)

Tracy Longo
Notary

Name: Tracy Longo

Notary Public

Serial (Commission) Number

(If any) _____

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 of registered agent for MIAMI ROAD PARTNERS, LLC as provided for in Chapter 608, F.S.

P. L.

Paul A. Krasker, Registered Agent