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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10/22/04
JMS

Law Office of Susan Dierenfeldt-Troy

Attorney-At-Law

October 18, 2004

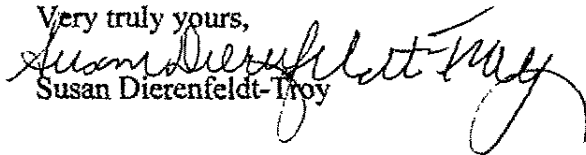
Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Dear Sir or Madam:

On behalf of the members, I am forwarding the Articles of Organization for the Harrington & Collins Properties, LLC to your department. Enclosed are: 1) the original and one copy of the Articles of Organization for the foresaid limited liability company; 2) the completed transmittal letter; and 3) a check in the amount of \$155.00 made payable to the Florida Department of State. This fee includes the cost of a certified copy of the Articles from the Department of State. Please note that the effective date of incorporation is today, October 18, 2004, or prior to the actual filing date by your department. Since the foresaid documents are being mailed by the members via Federal Express on October 19th for delivery to the Florida Department of State on October 20th, the five-day business day deadline imposed by Florida Statute ch. 608 s. 409(1) should be easily met.

On behalf of the members of the Harrington & Collins Properties, LLC, I thank you for the time your department will expend on filing and reviewing the Articles.

Very truly yours,


Susan Dierenfeldt-Troy

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TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Harrington & Collins Properties, 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:

Susan Dierenfeldt-Troy
(Name of Person)

Attorney-At-Law
(Firm/Company)

15715 S. Dixie Highway, Suite 335
(Address)

Miami, FL 33157
(City/State and Zip Code)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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For further information concerning this matter, please call:

Susan Dierenfeldt-Troy at (305) 278-9564
(Name of Person) (Area Code & Daytime Telephone Number)

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

**ARTICLES OF ORGANIZATION OF
HARRINGTON & COLLINS PROPERTIES, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned persons, acting as organizers for the purpose of forming a Limited Liability Company under the laws of the State of Florida, execute the following Articles of Organization in compliance with Chapter 608 Florida Statutes.

ARTICLE 1 – Name

The name of the Limited Liability Company shall be Harrington & Collins Properties, LLC.

ARTICLE 2 – Commencement and Duration

Pursuant to Florida Statute s. 608.409(1), the existence of the limited liability company shall commence on October 18, 2004 or within five (5) business days prior to the date of filing of these Articles of Organization by the Department of State of the State of Florida. The term of existence of the limited liability company shall be upon the first to occur of thirty (30) years from the effective date of these Articles of Organization or of events specified in the Operating Agreement.

ARTICLE 3 – Principal Office

The principal office and mailing address of the limited liability company shall be:
2060 Union Street, Apartment 5
San Francisco, California 94123

ARTICLE 4 - Purpose

The purpose for which the limited liability company is organized is to transact any and all lawful business for which limited liability companies may be organized under the laws of the State of Florida, and to have all powers that are afforded to limited liability companies under the laws of the State of Florida.

ARTICLE 5 – Management

The limited liability company shall be manager-managed with the powers of the manager specified in the limited liability company's Operating Agreement.

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TALLAHASSEE, FLORIDA

ARTICLE 6 – Manager

The name and address of the initial manager is as follows:

Name
Luigi Lone (MGR)

Address
7767 Johnson Street
Pembroke Pines, Florida 33024

ARTICLE 7 – Indemnification

The limited liability company shall indemnify its members and managers to the fullest extent permitted by law.

ARTICLE 8 – Registered Agent

The initial registered agent of Harrington & Collins Properties, LLC is Susan Dierenfeldt-Troy, Attorney-At-Law. The Florida Street Address of the registered agent is:

15715 S. Dixie Highway, Suite 335
Miami, FL 33157

Acceptance by and Signature of Registered Agent

Having been appointed as Registered Agent of Harrington & Collins Properties, LLC, 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 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.

Dated this 18th day of October 2004.

By:


Susan Dierenfeldt-Troy, Registered Agent

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CLERK OF DISTRICT COURT
MIAMI, FLORIDA

ARTICLE 9 – Member Signatures

Signature of Members

We, Catherine Harrington and Kyle Harrington, are co-trustees of the entity member (Harrington Revocable Family Trust) of the limited liability company. I, David Collins, am an individual member of the limited liability company. We certify that all the facts stated in these Articles of Organization are true and correct and are made for the purpose of forming a limited liability company under the law of the State of Florida.

IN WITNESS WHEREOF, the undersigned members execute the foregoing Articles of Organization this 19th day of October, 2004

By: _____

Catherine Harrington, as co-trustee of the entity member

By: _____

Kyle Harrington, as co-trustee of the entity member

By: _____

David Collins, individual member

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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STATE OF CALIFORNIA
COUNTY OF SAN FRANCISCO

Before me, on October 20, 2004 personally appeared Catherine Harrington, co-trustee of the entity member of Harrington & Collins Properties, LLC, who is known to me to be the person who subscribed his name to this document or produced a California Driver's License as identification (no. D 1385108) and acknowledged that she did so for the purposes stated.

Mary Jane Phelps
Notary (signature)

MARY JANE PHELPS
Notary (print)



Notary Seal

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

STATE OF CALIFORNIA
COUNTY OF SAN FRANCISCO

Before me, on October 20, 2004 personally appeared Kyle Harrington, co-trustee of the entity member of Harrington & Collins Properties, LLC, who is known to me to be the person who subscribed his name to this document or produced a California Driver's License as identification (no. B932-6111) and acknowledged that he did so for the purposes stated.

Mary Jane Phelps
Notary (signature)

MARY JANE PHELPS
Notary (print)



Notary Seal

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CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

STATE OF CALIFORNIA
COUNTY OF SAN FRANCISCO

Before me, on October 20, 2004 personally appeared David Collins, an individual member of Harrington & Collins Properties, LLC, who is known to me to be the person who subscribed his name to this document or produced a California Driver's License as identification (no. C3015640) and acknowledged that he did so for the purposes stated.

Mary Jane Phelps
Notary (signature)

MARY JANE PHELPS
Notary (print)



Notary Seal

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA