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To:
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Fax Number : (850)205-0383

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

Prime Properties And Investments LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Prime Properties And Investments LLC

Article II. Address

The Company's street and mailing address is:
Prime Properties And Investments LLC
1301 N.W. 8th Court
Boynton Beach FL 33426

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Nancy J. Kavanagh
1301 N.W. 8th Court
Boynton Beach FL 33426

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Corporate Creations International Inc.
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Article V. Management

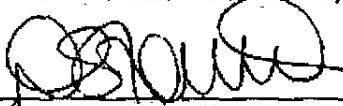
This will be a member-managed company. The name and address of each member is:

NANCY J. KAVANAGH
1301 N.W. 8th Court Boynton Beach FL 33426

Article VI. Company Existence

The Company's existence shall begin effective as of December 6, 2004.

The undersigned authorized representative of a member executed these Articles of Organization on December 6, 2004.


CORPORATE CREATIONS INTERNATIONAL INC.
Franco E. Cammarata Vice President and Counsel
by D. Stoutt as attorney-in-fact

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STATEMENT OF REGISTERED AGENT

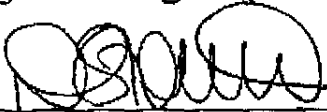
LIMITED LIABILITY COMPANY:

Prime Properties And Investments LLC

REGISTERED AGENT/OFFICE:

Nancy J. Kavanagh
1301 N.W. 8th Court
Boynton Beach FL 33426

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



NANCY J. KAVANAGH
by D. Stoutt as attorney-in-fact

Date: December 6, 2004

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Miami Beach FL 33139
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