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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. FLAGLER 51 INVESTMENTS, LLC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

EFFECTIVE DATE
10/9/04
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
FLAGLER 51 INVESTMENTS, LLC

Article I
NAME

The name of this Florida limited liability company is FLAGLER 51 INVESTMENTS, LLC.

Article II
PRINCIPAL PLACE OF BUSINESS

The initial street address of the company's principal place of business and the mailing address of the company is 2850 Douglas Road, Suite 400, Coral Gables, Florida 33134.

Article III
REGISTERED AGENT AND OFFICE

The name of the registered agent of this Company is Hector Hernandez, Esq. The street address of the Company's registered office in the State of Florida is 2850 Douglass Road, Penthouse Suite, Coral Gables, Florida 33134.

Article IV
NO MEMBER LIABILITY

The private property of the member's shall not be subject to payment of the corporate debts in any event.

Article V
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.

**Article VI
MANAGEMENT**

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

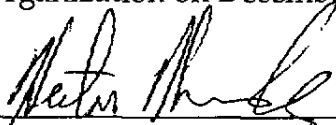
GALLARDO CONVERSIONS CORP.
2850 Douglas Road, Suite 400
Coral Gables, FL 33134

BRANPHER GROUP, INC.
2850 Douglas Road, Suite 400
Coral Gables, FL 33134

**Article VII
COMPANY EXISTENCE**

The company's existence shall begin effective as of December 9, 2004.

The undersigned authorized representative of a member executed these Articles of Organization on December 9, 2004.



Hector Hernandez, Esq.

**CERTIFICATE OF DESIGNATION
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

1. The name and address of the Company is:

FLAGLER 51 INVESTMENTS, LLC
2850 Douglas Road, Suite 400
Coral Gables, FL 33134.

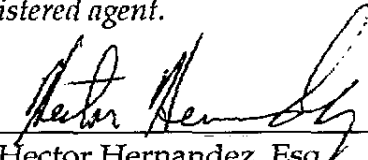
2. The name and address of the registered agent and office is:

Hector Hernandez, Esq.
2850 Douglas Road, Penthouse Suite
Coral Gables, FL 33134

ACKNOWLEDGMENT

Having been named as registered agent and to accept service of process for the above stated 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 am familiar with and accept the obligations of my position as registered agent.

Dated this 9th day of December, 2004.



Hector Hernandez, Esq.
Registered Agent's Signature