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LIMITED LIABILITY COMPANY

palmetto bay estates llc

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This Document Prepared By:
Dean F. DiBartolomeo, Esq.
Attorney at Law
8400 Bird Road
Miami, FL 33155
FL Bar #259728

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**ARTICLES OF ORGANIZATION
OF
PALMETTO BAY ESTATES LLC**

The undersigned subscribing Member to these Articles of Organization, a natural person competent to contract, hereby forms this limited liability company under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is PALMETTO BAY ESTATES LLC.

ARTICLE II - NATURE OF BUSINESS

The nature of the business and the objects and purposes to be transacted and carried on are to engage in any and every activity or business as lawfully permitted and the laws of the State of Florida and the laws of the United States of America.

ARTICLE III - TERM OF EXISTENCE

This limited liability company shall exist perpetually.

ARTICLE IV - INITIAL ADDRESS

The mailing address and street address of the principal office of this Limited Liability Company in the State of Florida is 1 Alhambra Plaza, Suite 1406, Coral Gables,

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Florida 33134.

ARTICLE V – MANAGEMENT

The management of this Limited Liability Company is reserved to the Members.

ARTICLE VI – INITIAL MEMBERS

The names and addresses of the initial Member(s), all of which are managing members, of this Limited Liability Company are:

DAVID PORTAL CONSTRUCTION CONSULTING, INC..
14001 Old Cutler Road, Miami, Florida 33158

HEMISPHERE INC..
5300 Hollister, Suite 220, Houston, Texas 77040

ARTICLE VII – SUBSCRIBING MEMBER

The subscribing member to these Articles of Organization is DAVID PORTAL CONSTRUCTION CONSULTING, INC..

ARTICLE VIII – OPERATING AGREEMENT OR REGULATIONS

The Members shall have the power to adopt, alter, amend or repeal the Operating Agreement or Regulations of this Limited Liability Company containing provisions for the regulation and management of the affairs of this Limited Liability Company and

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amendment to these Articles of Organization.

ARTICLE IX - DATE OF EXISTENCE

The existence of this Limited Liability Company shall commence on the date of filing of these Articles of Organization with the Secretary of State for the state of Florida.

ARTICLE X - REGISTERED OFFICE AND AGENT

DAVID A. PORTAL is hereby designated as Registered Agent for this Limited Liability Company in the State of Florida for service of process, and 1 Alhambra Plaza, Suite 1405, Coral Gables, Florida 33134, as the Registered Office.

DAVID PORTAL CONSTRUCTION
CONSULTING, INC.,


DAVID A. PORTAL, as President for
Subscribing Member


DAVID A. PORTAL, individually as
Registered Agent

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(JURAT ON FOLLOWING PAGE)

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

I, a Notary Public duly authorized in the State and County named above to take acknowledgments, hereby certify that DAVID A. PORTAL, personally appeared as President of David Portal Construction Consulting, Inc., the Subscribing Member and DAVID A. PORTAL, individually, as Registered Agent thereof, and acknowledged before me that he executed the same in said capacities and for the purpose intended.

Dated this 20th day of December, 2004.


Notary Public



Joseph DiBartolomeo
Commission # 00004176
Expires Sep. 7, 2005
Bonded Through
Atlantic Bonding Co., Inc.

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Certificate designating (or changing)
place of business or domicile for the
service of process within this State,
naming agent upon whom the
process may be served.

In pursuance with the Florida Statutes, the following is submitted, in compliance
with said Act:

First – That **PALMETTO BAY ESTATES LLC.**

(Name of Limited Liability Company)

desiring to organize under the laws of the State of **FLORIDA** with its principal office, as
indicated in the Articles of Organization, at **MIAMI-DADE COUNTY**, Florida has named
DAVID A. PORTAL, located at 1 Alhambra Plaza, Suite 1405, Coral Gables, Florida
33134, as its agent to accept service of process within this state.

Acknowledgement: Must be signed by designated agent.

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
as registered agent.

By:


DAVID A. PORTAL, Registered Agent

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