JAN-05-2005 WED 04:53 PM Siegfried Rivera

FAX NO. 3054433292

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Account Number : 076424000767 Phone

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JAISION OF CONPORATION

LIMITED LIABILITY COMPANY

NORTH BAYSHORE LAND HOLDINGS, LLC

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ARTICLES OF ORGANIZATION FOR NORTH BAYSHORE LAND HOLDINGS, LLC (A Florida Limited Liability Company)

ARTICLE 1 - Name:

The name of the limited liability company is "NORTH BAYSHORE LAND HOLDINGS, LLC" (the "Limited Liability Company").

ARTICLE II - Duration:

The period of duration for the Limited Liability Company shall commence on the date on which these Articles of Organization are filed with the Department of State of the State of Florida, and shall be for fifty (50) years.

ARTICLE III - Purpose:

The Limited Liability Company is formed to engage in any lawful act or activity for which limited liability companies may be organized under the Florida Limited Liability Company Act (Section 608.401, et seq., Florida Statutes).

ARTICLE IV - Address:

The mailing and street address of the principal office of the Limiter flat. Company shall be 780 N.W. LeJeune Road, Suite 616, Miami, Florida 33126.

ARTICLE V - Management/Members:

The Limited Liability Company shall be manager-managed.

ARTICLE VI - Registered Agent:

The registered agent for service of process on the Limited Liability Company shall be SKRLD, Inc., 201 Alhambra Circle, Suite 1102, Coral Gables, Florida 33134.

Oscar R. Rivera, Esq. 201 Alhambra Circle, Suite 1102 Coral Gables, Florida 33134 (305) 442-3334

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IN WITNESS WHEREOF, the undersigned hereby affirm under the penalties of perjury that the facts stated hereinabove are true and have executed this instrument as of this 5^{th} day of January, 2005.

Oscar R. Rivera, as authorized Representative of the members of the Limited Liability Company

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

Having been named to accept service of process for the above stated Limited Liability Company, SKRLD, Inc. states that it is familiar with and hereby agrees to act in this capacity, and agrees to comply with the obligations of said position.

Dated this 5th day of January, 2005.

SKRLD, INC., Registered Agent

Oscar R. Rivera

Florida Bar No. 329193

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