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J. BRYAN JAN 12 2005



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 139440 87972A

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 125.00

ORDER DATE : January 12, 2005

ORDER TIME : 11:38 AM

ORDER NO. : 139440-005

CUSTOMER NO: 87972A

CUSTOMER: Samuel D. Navon, Esq
Navon & Lavin P.a.

Suite B-100
2699 Stirling Road
Ft. Lauderdale, FL 33312

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DOMESTIC FILING

NAME: SHOPPES ON SAXON, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION OF
SHOPPES ON SAXON, LLC**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I - Name:

The name of the Limited Liability Company is: **SHOPPES ON SAXON, LLC** (hereinafter the "Company").

ARTICLE II - Address:

The mailing address and street address of the principal office of the Company is: c/o Gregg S. Lurie, 3610 N.E. 1st Avenue, Miami, FL 33137.

ARTICLE III - Duration:

The period of duration for the Company shall be until December 31, 2075.

ARTICLE IV - Management:

The Company is to be managed by its managing member, Gregg S. Lurie, and the address of the managing member is c/o 3610 N.E. 1st Avenue, Miami, FL 33137.

ARTICLE V - Admission of Additional Members:

The right, if given, of the Members to admit additional members and the terms and conditions of the admissions shall be in accordance with the "Regulations" hereafter adopted by the Members of the Company.

ARTICLE VI - Members' Rights to Continue Business:

The right, if given, of the remaining Members of the Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company shall be in accordance with the Regulations.

ARTICLE VII - Limitation on Agency Authority of Members:

Pursuant to Section 608.424 of the Florida Limited Liability Company Act, no Member of the Company shall be an agent of the Company solely by virtue of being a Member, and no Member

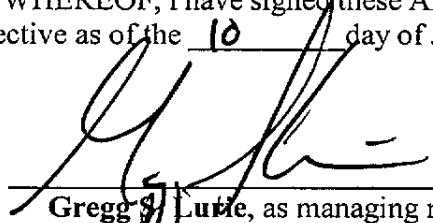
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shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a Member.

ARTICLE VIII - Registered Agent and Office:

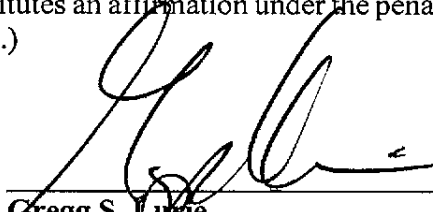
The name and address of the Company's initial registered agent in the State of Florida, whose consent to appointment as registered agent accompanies these Articles, is Gregg S. Lurie, c/o 3610 N.E. 1st Avenue, Miami, FL 33137.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act effective as of the 10 day of January, 2005.



Gregg S. Lurie, as managing member
executing the Articles of Organization.

(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)



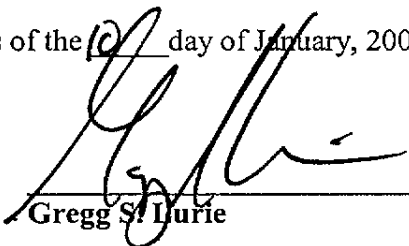
Gregg S. Lurie

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**CERTIFICATE OF DESIGNATION AND
ACCEPTANCE OF REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for **SHOPPES ON SAXON, LLC**, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED effective as of the 10 day of January, 2005.



Gregg S. Hurie

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