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LIMITED LIABILITY COMPANY

BAY HARBOR ONE, L.L.C.

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**ARTICLES OF ORGANIZATION
FOR
BAY HARBOR ONE, L.L.C.
(A Florida Limited Liability Company)**

ARTICLE I - Name:

The name of the limited liability company is "BAY HARBOR ONE, L.L.C." (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 perpetual.

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 Limited Liability Company shall be 1920 East Hallandale Beach Blvd., Suite 905, Hallandale Beach, Florida 33009.

ARTICLE V - Management:

The management of the Limited Liability Company is reserved to the Managers. The Managers of the Limited Liability Company are:

Adolfo Guitelman
1920 East Hallandale Beach Blvd.
Suite 905
Hallandale Beach, Florida 33009

Alberto Mizrahi
1920 East Hallandale Beach Blvd.
Suite 905
Hallandale Beach, Florida 33009

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ARTICLE VI - Members:

The Members of the Limited Liability Company is:

Alberto Mizrahi
1920 East Hallandale Beach Blvd.
Suite 905
Hallandale Beach, Florida 33009

ARTICLE VII - Registered Agent:

The registered agent for service of process on the Limited Liability Company shall be Adolfo Gutelman, 1920 East Hallandale Beach, Blvd., Suite 905, Hallandale Beach, Florida 33009.

ARTICLE VIII - Debt and Contractual Liability

Any member may contract debt and/or incur contractual liability by or on behalf of the Limited Liability Company.

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 24 day of January, 2005.


ADOLFO GUTELMAN, Manager

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

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

Dated this 24 day of January, 2005.

By: 
ADOLFO GUTELMAN, Registered Agent

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