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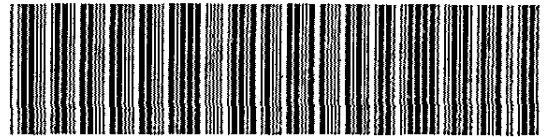
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SOFIA VAN DEN BRANDEN-PADILLA
401 Alesio Avenue
Coral Gables, Florida 33134

January 4, 2005

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Ladies and Gentlemen:

I enclose Articles of Organization for **North American Real Estate Group LLC**, together with check for \$125.00 made payable to the Florida Department of State in payment of the filing fee.

Please respond to Sofia van den Branden-Padilla, 401 Alesio Avenue, Coral Gables, Florida 33134, whose telephone number is (305) 775-3498.

Sincerely,


Sofia van den Branden-Padilla

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ARTICLES OF ORGANIZATION

ARTICLE I

The name of the Limited Liability Company is North American Real Estate Group LLC.

ARTICLE II

The mailing address and street address of the principal office of the Limited Liability Company is:

3400 NW 46th Street, Miami, Florida 33142

ARTICLE III

The name and Florida street address of the limited liability company's registered agent is as listed below, and said agent, by signing these Articles below, states that he/she is familiar for in Chapter 608, F.S.:

Sofia van den Branden-Padilla
401 Alesio Avenue
Coral Gables, Florida 33134

Signature of Registered Agent: Sofia van den Branden-Padilla

ARTICLE IV

The period of duration for the Limited Liability Company shall be January 3, 2035.

ARTICLE V

X The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) are:

_____ The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) are:

Sofia van den Branden-Padilla, 401 Alesio Avenue, Coral Gables, Florida, 33134

ARTICLE VI

The right, if given of the members to admit additional members and the terms and conditions of the admissions shall be with unanimous consent of the members, as provided in Section 608.4232, Florida Statutes, upon the terms and conditions provided for by such unanimous consent.

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ARTICLE VII

The right, if given, of the remaining members of the limited liability 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 limited liability company shall be with unanimous consent of the members, as provided in Section 608.441, Florida Statutes, upon the terms and conditions provided for by such unanimous consent.

Sofia van den Branden-Padilla

Signature of a member or an
authorized representative of a member

Printed name of signor: Sofia van den Branden-Padilla

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