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(Requestor's Name)

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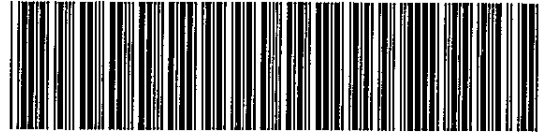
(Business Entity Name)

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T. Brumley APR 4 2005

WILLIAM P. HARRIS, JR., P.A.

ATTORNEY AT LAW
DADELAND TOWERS
SUITE 308
9300 S. DADELAND BLVD.
MIAMI, FLORIDA 33156
TELEPHONE (305) 670-7000
FACSIMILE (305) 670-7056

March 14, 2005

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: ***ALTURA DIVERSIFIED INVESTMENTS, LLC***

Dear Sir/Madam:

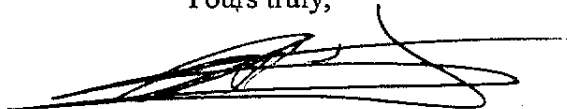
Enclosed please find the fully executed original and a conformed copy of the Articles of Organization and Certificate of Designation of Registered Office/ Registered Agent and Acceptance form for the above-referenced limited liability company. Also enclosed is my firm's check payable to the Department of State in the amount of \$155.00 to cover the filing fee for the above referenced two documents and for a certified copy of the Articles of Organization.

I have enclosed a pre-addressed, stamped envelope for your use in returning to me the certified copy of the Articles of Organization.

If you have any questions or need any additional information, to save time, rather than writing to me, please contact me by telephone at (305) 670-7000 or by fax at (305) 670-7056.

Thank you.

Yours truly,



William P. Harris, Jr.

WPH/ms

Encls.

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
ALTURA DIVERSIFIED INVESTMENTS, LLC**

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STATE OF FLORIDA
TALLAHASSEE

The undersigned, for the purpose of forming a limited liability company under the laws of the State of Florida and under the provisions of chapter 608 of the Florida Statutes (the "Act"), sets forth the following:

ARTICLE I- NAME

The name of the limited liability company shall be ALTURA DIVERSIFIED INVESTMENTS, LLC (hereafter referred to as the "Company").

ARTICLE II- PURPOSE

The purpose for which the Company is organized is to engage in any and all business and activities permitted by the Act and any other applicable laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

ARTICLE III- PLACE OF BUSINESS

The mailing address of the Company and the street address of the place of business of the Company is 7241 SW 168 Street, Suite B, Miami, FL 33157. Either or both of these addresses may be changed from time to time as provided in the Company's operating agreement.

ARTICLE IV- INITIAL REGISTERED OFFICE AND AGENT

The initial registered office for the Company is located at 9300 S. Dadeland Boulevard, Suite 308, Miami, FL 33156. The initial registered agent at that address is William P. Harris, Jr. The Company may change its registered office or agent from time to time as authorized by a majority of the members or as otherwise provided in the operating agreement or regulations of the Company.

ARTICLE V- CONTINUITY OF BUSINESS

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the prior consent of all the remaining members of the Company.

ARTICLE VI-MANAGEMENT


The overall management and control of the business and affairs of the Company shall be vested in its members, as provided in these Articles of Organization and section 608.407 of the Act. Any and all action by the Company shall require the vote of members holding a majority interest in the Company.

ARTICLE VII-INDEMNIFICATION

Except as expressly provided in its operating agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

Executed at Miami, Florida on March ~~14~~¹⁴, 2005

ALTURA DIVERSIFIED INVESTMENTS, LLC,
a Florida limited liability company


By: 
Lewis A. Fraser, Member

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TALLAHASSEE, FLORIDA

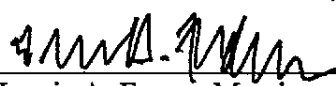
**CERTIFICATE OF DESIGNATION OF REGISTERED
OFFICE/REGISTERED AGENT**

Under the provisions of F.S. 608.415, the herein named limited liability company, organized under the laws of Florida whose principal office is designated in its Articles of Organization, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the company is ALTURA DIVERSIFIED INVESTMENTS, LLC whose initial registered office is 9300 S. Dadeland Blvd., Ste 308, Miami, FL 33156.
2. The name and street address of the initial registered agent in Florida are:
William P. Harris, Jr., Esq.
9300 S. Dadeland Blvd.,
Suite 308
Miami, FL 33156.

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Dated: March 13, 2005

Altura Diversified Investments, LLC

By: 
Lewis A. Fraser, Member

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STATE OF FLORIDA

ACCEPTANCE

The undersigned, being the person named in the Articles of Organization of ALTURA DIVERSIFIED INVESTMENTS, LLC as the registered agent of this company, hereby consents to accept service of process for the above-stated company at the place designated above in this certificate, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.

Dated: March 14, 2005


WILLIAM P. HARRIS, JR., Registered Agent