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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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LIMITED LIABILITY COMPANY

the point at punta gorda, llc

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FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

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THE POINT AT PUNTA GORDA, LLC

ARTICLES OF ORGANIZATION

The undersigned, being a duly authorized representative of the members, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company is THE POINT AT PUNTA GORDA, LLC (the "Company").

ARTICLE II. ADDRESS

The principal office and mailing address of the Company is:

9700 S. Dixie Highway, Suite 1030
Miami, Florida 33156

ARTICLE III. DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the unanimous written agreement of all Members.

ARTICLE IV. PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

Myron M. Samole
Samole & Berger, P.A.
9700 S. Dixie Highway
Suite 1030
Miami, FL 33156
FL Bar No. 323527

ARTICLE V. REGISTERED AGENT AND OFFICE

The Company designates 9700 South Dixie Highway, Suite 1030, Miami, Florida 33156, as the street address of the initial registered office of the Company and names Myron M. Samole the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE VI. ADDITIONAL MEMBERS

Additional members may be admitted in the manner set forth in the Operating Agreement of the Company, and upon unanimous consent of all present members.

ARTICLE VII. MANAGEMENT

The Company shall be conducted, carried on, and managed by no less than two (2) Managers, who shall be elected annually by the Members of the Company in the manner prescribed by and provided for in the Operating Agreement of the Company. Such Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company. The name and address of the initial Managers are as follows:

Robert Kramer

9700 S. Dixie Highway, Suite 1030
Miami, Florida 33156

Arnold Berger

9700 S. Dixie Highway, Suite 1030
Miami, Florida 33156

Such Managers shall serve in such capacity until the first annual meeting of the Members or until their successors are duly elected and qualified.

ARTICLE VIII. REGULATIONS

The power to enact, adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company. If a provision of these Articles of Organization differs from a provision of the Company's Operating Agreement, then, to the extent permitted by law, the Operating


Agreement will govern.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 20th day of April 2005.


Myron M. Samole
Duly Authorized Representative of the Members

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for the Company named above to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that he is familiar with, and accepts, the obligations of such position.


Myron M. Samole
Dated: April 20, 2005

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SECRETARY OF STATE
TALLAHASSEE, FL 32399

Handwritten signature
AFFIDAVIT

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

I, Myron M. Samole, a duly authorized representative of the members of **THE POINT AT PUNTA GORDA, LLC** being first duly sworn, deposes and says:

1. I am a duly authorized representative of the members of **THE POINT AT PUNTA GORDA, LLC**, a Florida Limited Liability Company (the "Company"); and
2. The Company has two members.

And further Affiant sayeth not.

Myron M. Samole

Myron M. Samole
Duly Authorized Representative of the Members

The foregoing instrument was acknowledged before me this 20th day of April, 2005, by Myron M. Samole, who is personally known to me and who did take an oath.



Patricia M. Lanners
My Commission DD084428
Expires November 20, 2008

Patricia M. Lanners

Patricia M. Lanners
Notary Public - State of Florida

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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