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LIMITED LIABILITY COMPANY
BELVEDERE ESTATES OF ST. LUCIE, LLC

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ARTICLES OF ORGANIZATION
BELVEDERE ESTATES OF ST. LUCIE, LLC

A LIMITED LIABILITY COMPANY

(Pursuant to s. 607,407, Florida Statutes)

ARTICLE I. Name. The name of the limited liability company is :
BELVEDERE ESTATES OF ST. LUCIE, LLC

ARTICLE II. Purpose. The purpose of this limited liability company may include the transaction of any and all lawful business for which limited liability companies may be organized in the state of Florida.

ARTICLE III. Address of Principal Office. The mailing address and principal address of the limited liability company is:
c/o Hinshaw & Culbertson LLP
One East Broward Blvd. Suite #1010
Fort Lauderdale, Florida 33301

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ARTICLE IV. Registered Agent. Ross H. Manella Esq.

ARTICLE V. Registered Office. The office of the registered office is
c/o Hinshaw & Culbertson LLP
One East Broward Blvd. Suite #1010
Fort Lauderdale, Florida 33301

ARTICLE VI Period of Duration. The period of duration shall be
perpetual.

ARTICLE VII Management. The Limited Liability Company is to be
managed by its board of Managers, the names and addresses
of each Manager is as follows:

Stephen R. Altro, One East Broward Blvd.,
Suite #1010, Fort Lauderdale, Florida 33301
David Mars, One East Broward Blvd,
Suite #1010, Fort Lauderdale, Florida 33301
Carmelo Deforte, One East Broward Blvd,
Suite #1010, Fort Lauderdale, Florida 33301

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ARTICLE VIII Members at the time of formation:

Stephen R. Altro, One East Broward Blvd.,
Suite #1010, Fort Lauderdale, Florida 33301
David Mars, One East Broward Blvd.,
Suite #1010, Fort Lauderdale, Florida 33301
Carmelo Deforte, One East Broward Blvd.,
Suite #1010, Fort Lauderdale, Florida 33301

ARTICLE IX Members Right to Continue Business The right, if given, of the remaining Members of the Limited Liability Company to continue 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 the heirs, beneficiaries and/or personal representative, executor or trustee of the Member's estate who may continue the membership of a deceased Member.

Authorized Representative of a Member


ROSS H. MANELLA

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

Pursuant to the provisions of section 608,415 or 608,507, Florida Statutes, the undersigned limited liability company submits the following statement to designate a registered office and registered agent in the state of Florida.

Name. The name of the limited liability company is:

BELVEDERE ESTATES OF ST. LUCIE, LLC

Registered Office. The address of the registered office of the limited liability company is :

c/o Hinshaw & Culbertson LLP
One East Broward Blvd., Suite #1010
Fort Lauderdale, Florida 33301

Registered Agent. ROSS H. MANELLA, is appointed, and by his signature below accepts appointment, to act as the Registered agent of

Having been named as registered agent and to accept service of process for the above state limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


ROSS H. MANELLA

Date APRIL 25/2005/

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