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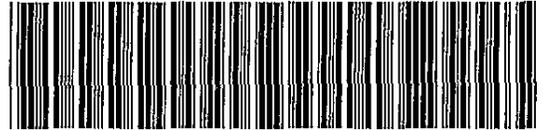
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 338657 11758A

AUTHORIZATION :

*Patricia Pigute*

COST LIMIT : \$ 155.00

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ORDER DATE : April 27, 2005

ORDER TIME : 9:54 AM

ORDER NO. : 338657-005

CUSTOMER NO: 11758A

CUSTOMER: Jeffrey S. Wachs, Esq  
Doumar Allsworth Cross  
Laystrom Perloff Voigt Wachs M  
1177 Southeast Third Avenue

Fort Lauderdale, FL 33316

DOMESTIC FILING

NAME: ATLANTIS REDEVELOPMENT GROUP,  
L.L.C.

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Heather Chapman - EXT. 2908

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF ORGANIZATION**

**OF**

**ATLANTIS REDEVELOPMENT GROUP, L.L.C.**

The undersigned initial members of ATLANTIS REDEVELOPMENT GROUP, L.L.C., a Florida limited liability company formed hereunder (the "Company"), hereby forms a limited liability company under the laws of the State of Florida.

**ARTICLE I. COMPANY NAME**

The name of this Company is: ATLANTIS REDEVELOPMENT GROUP, L.L.C.

**ARTICLE II. COMMENCEMENT AND TERM OF EXISTENCE**

In accordance with Section 608.409(1) of the Florida Limited Liability Company Act (the "Act"), the term of existence of the Company shall commence on April 27, 2005, and shall continue until December 31, 2055, unless otherwise dissolved pursuant to Article VIII of these Articles of Organization.

**ARTICLE III. MAILING ADDRESS OF COMPANY**

The initial mailing address of this Company is:

1311 Newport Center Drive W., Suite C  
Deerfield Beach, Florida 33442

Such mailing address may also be revised to such locations within the State of Florida and may be determined by all of the members of the Company.

**ARTICLE IV. STREET ADDRESS OF COMPANY**

The initial street address of the principal office of the Company is:

1311 Newport Center Drive W., Suite C  
Deerfield Beach, Florida 33442

Such street address may also be revised to such locations within the State of Florida and may be determined by all of the members of the Company.

**ARTICLE V. REGISTERED AGENT AND REGISTERED AGENT ADDRESS**

The initial registered agent and the street address of the initial registered agent of this Company in the State of Florida shall be:

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TALLAHASSEE, FLORIDA

Jeffrey S. Wachs, Esq.  
1177 S.E. 3rd Avenue  
Fort Lauderdale, Florida 33316

ARTICLE VI. ADMISSION OF ADDITIONAL MEMBERS

Pursuant to Section 608.4232 of the Act, the Company may admit additional members upon the majority vote of all members of the Company at a duly called meeting of the members or by written consent of all members of the Company.

ARTICLE VII. RIGHT OF ASSIGNEE TO BECOME A MEMBER

An assignee of a member's interest in the Company may become a member of the Company, and acquire the rights and powers and be subject to the restrictions and liabilities of a member of the Company, upon the majority vote of all members of the Company, (excluding the member seeking to transfer his interest in the Company), which vote is taken at a duly called meeting of the members or by written consent of all members of the Company.

ARTICLE VIII. DISSOLUTION OF COMPANY

Upon the death, bankruptcy or dissolution of a member or upon the occurrence of any other event provided in the Regulations of the Company, the Company shall be dissolved unless the surviving members elect to continue the Company upon the majority vote of all the members of Company which vote is taken at a duly called meeting of the members or by written consent of all members of the Company.

ARTICLE IX. MANAGEMENT OF THE COMPANY

The Company shall be managed by the individuals whose name is set forth below:

Albert R. Capellini  
1311 Newport Center Drive W., Suite C  
Deerfield Beach, Florida 33442

Mariano Lamia  
1311 Newport Center Drive W., Suite C  
Deerfield Beach, Florida 33442

Leonard Jacobson  
1311 Newport Center Drive W., Suite C  
Deerfield Beach, Florida 33442

Stephen Miracle  
1311 Newport Center Drive W., Suite C  
Deerfield Beach, Florida 33442

ARTICLE X. RETURN OF CAPITAL

No member shall have the right to demand the return of his or its contribution to capital except as provided in the Company's Regulations then in existence.

ARTICLE XI. AMENDMENT TO ARTICLES OF ORGANIZATION

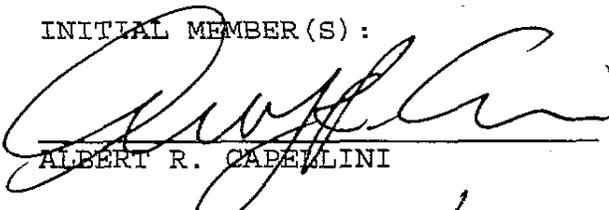
Members may adopt, alter, amend or repeal any provision of the Articles of the Organization upon the majority vote of all the members of the Company which vote is taken at a duly called meeting of the members or by written consent of all the members of the Company.

ARTICLE XII. AMENDMENT OF REGULATIONS

Pursuant to Section 608.423(1) of the Act, the members of the Company may adopt, alter, amend or repeal any provision of the Regulations upon the majority vote of all the members of the Company which vote is taken at a duly called meeting of the members or by written consent of a majority of all of the members of the Company.

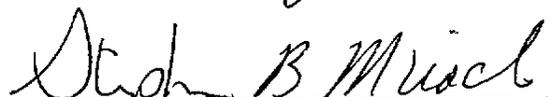
IN WITNESS WHEREOF, the undersigned initial members have executed the foregoing Articles of Organization as of this 26<sup>th</sup> day of April, ~~2004~~ 2005.

INITIAL MEMBER(S):

  
ALBERT R. CAPELLINI

  
MARIANO LAMIA

  
LEONARD JACOBSON

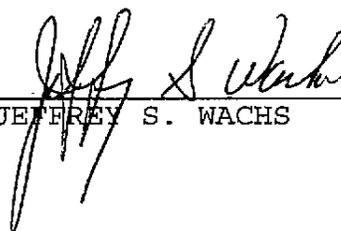
  
STEPHEN MIRACLE

CERTIFICATE ACCEPTING DESIGNATION AS  
AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN  
THIS STATE MAY BE SERVED

The following is submitted pursuant to Sections 608.415 and 608.507 of the Florida Limited Liability Company Act:

Having been appointed registered agent of ATLANTIS REDEVELOPMENT GROUP, L.L.C., in its Articles of Organization, at the place designated in such Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of such position.

Dated: 4/26, 2005

  
\_\_\_\_\_  
JEFFREY S. WACHS