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Fax Number : (850)205-0383

From: Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003033
Phone : (305)672-0686
Fax Number : (305)672-9110

EFFECTIVE DATE

07/08/05

LIMITED LIABILITY COMPANY

Windham Sunsets LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Windham Sunsets LLC

Article II. Address

The Company's street and mailing address is:
Windham Sunsets LLC
1320 S. Dixie Highway, Penthouse
Miami FL 33146

Article III. Registered Agent

The name and street address of the Company's registered agent is:
David F. Filler, Esq.
1320 S. Dixie Highway, Penthouse
Miami FL 33146

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

David F. Filler | FL Bar Member 625221
Levey, Airan, Shevin, Roen, Kelso, Corona & Herrera, LLP
1320 S. Dixie Highway, Penthouse
Miami FL 33146
305-661-6664

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TALLAHASSEE, FLORIDA

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

This will be a member-managed company. The name and address of each member is:

DAVID F. FILLER
1320 S. Dixie Highway, Penthouse Miami FL 33146
LEWIS LEVEY
1320 S. Dixie Highway, Penthouse Miami FL 33146

Article VII. Company Existence

The Company's existence shall begin effective as of 7/8/2005.

The undersigned authorized representative of a member executed these Articles of Organization on 7/8/2005.



DAVID F. FILLER

by E.S. Davila as attorney-in-fact

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Levey, Airan, Shevin, Roen, Kelso, Corona & Herrera, LLP
1320 S. Dixie Highway, Penthouse
Miami FL 33146
305-661-6664

STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Windham Sunsets LLC

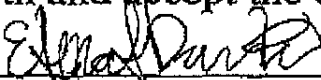
REGISTERED AGENT/OFFICE:

David F. Filler, Esq.

1320 S. Dixie Highway, Penthouse

Miami FL 33146

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



DAVID F. FILLER, ESQ.

by E.S. Davila as attorney-in-fact

Date: 7/8/2005.

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