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LIMITED LIABILITY COMPANY

DREI ACRE, L.L.C.

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**ARTICLES OF ORGANIZATION
OF
DREI ACRE, L.L.C.**

The undersigned, desiring to form a limited liability company under the provisions and laws of the State of Florida, the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby subscribes, acknowledges, and files with the Secretary of State of Florida, the following Articles of Organization of such company:

ARTICLE 1 - NAME

The name of the limited liability company is:

DREI ACRE, L.L.C.

ARTICLE 2 - PURPOSES AND POWERS

1. The general nature of the business to be conducted and carried on by the company named in Article 1 is the land development business, including but not limited to:

a. To purchase, take and lease, or exchange, hire or otherwise acquire any real or personal property, rights or privileges suitable or convenient for any purpose of this business, and to purchase, acquire, erect and construct, make improvements of buildings of any type;

b. The company shall have full power and lawful authority to enter into, make and perform contracts of any type with any individual or entity to the extent permitted by law;

2. To engage in every aspect and phase of any lawful business for which a limited liability company may be organized under the laws of the State of Florida; and

3. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE 3 - DURATION

Subject to the provisions of Article 8, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE 4 - ADDRESS

The principal place of business of the Company in Florida shall be:

2655 Le Jeune Road, Suite 308
Coral Gables, Florida 33134

and the mailing address shall be:

13876 SW 56th Street #291
Miami, Florida 33175

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ARTICLE 5 - EFFECTIVE DATE

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 6 - REGISTERED OFFICE AND AGENT

1. The initial address of registered office of this Company is:
2655 Le Jeune Road, Suite 309
Coral Gables, Florida 33134
2. The name of the initial registered agent at that address is:
Jorge Galvez-Priego, Esq.

ARTICLE 7 - ADMISSION OF NEW MEMBERS

1. No additional member(s) shall be admitted to the Company except with the unanimous written consent of all the member(s) of the Company and upon such terms and conditions as shall be determined by all the member(s).
2. Subject to written consent of all the member(s) of the Company, and upon such terms and conditions as shall be determined by all the member(s), a member may transfer his or her interest in the Company as set forth in the regulations of the Company. Notwithstanding the foregoing, the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE 8 - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least one remaining member.

ARTICLE 9 - MANAGEMENT

The Company shall be managed jointly by three (3) manager(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names of all such managers who are to serve for the Company are:

<u>MANAGER</u>	<u>ADDRESS</u>
Maurizio Orondo	2655 Le Jeune Road, Suite. 309, Coral Gables, FL 33134
Enrico Giancarlo	2655 Le Jeune Road, Suite. 309, Coral Gables, FL 33134
Jorge Galvez-Priego	2655 Le Jeune Road, Suite. 309, Coral Gables, FL 33134


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ARTICLE 10 - AMENDMENT

This company reserves the right to amend any provision contained in these Articles of Organization, or any further amendment thereto. Notwithstanding the foregoing, any such amendment(s) shall be made and approved in writing by the unanimous vote of all of the then existing members.

IN WITNESS WHEREOF, the undersigned, acting an authorized representative of the members, has made and subscribed these Articles of Organization this October 20, 2005.


Jorge Galvez-Priego, Esq.**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF ORGANIZATION**

Jorge Galvez-Priego, Esq., having a business office identical with the registered office of the Company name above, and having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.


Jorge Galvez-Priego, Esq.

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