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Florida Department of State

Division of Corporations Public Access System

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Name

Division of Corporations

: (850)205-0383 Fax Number

Account Name

: EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255

Phone Fax Number : (305)634-3694

: (305)371-9598

LIMITED LIABILITY COMPANY

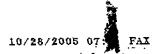
ST. TROPEZ 1402, LLC

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10/28/2005



ARTICLES OF ORGANIZATION FOR F

ARTICLE I - Name:

The name of the Limited Liability Company is:

ST. TROPEZ 1402, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

18851 NE 29TH AVENUE SUITE 900 AVENTURA, FL 33180

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

MARK E. ROUSSO, ESQ. 18851 NE 29th Avenue, Suite 900 Aventura, FL 33180

Having been named as registered agent and to accept service of process for the above stated 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 as provided for in Chapter 608, F.S.

Registered Agent's Signature

ARTICLE IV - Management (Check box if applicable)

x Color 14 - Production (Circum 102 is applicable)

x The Limited Liability Company is to be managed by the members and is, therefore, a member managed company.

The Managing Members are

NATALIE WAKEFIELD 18851 NE 29TH AVENUE, SUITE 901 AVENTURA, FL 33180

JOHNNY TOMLINSON 18851 NE 29^{TR} AVENUE, SUITE 901 AVENTURA, FL 33180

JOSE NORBERTO SAAL 18851 NE 29TH AVENUE, SUITE 901 AVENTURA, FL 33180

Signature of a member or an authorized representative of a member.

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

NATALIE WAKEFIELD

Typed or printed name of signee