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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

ESPERANTE HOLDINGS, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
ESPERANTE HOLDINGS, LLC**

A Florida Limited Liability Company

The undersigned hereby acknowledges these Articles of Organization for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act, Chapter 608, Laws of Florida.

ARTICLE I

Name

The name of the Limited Liability Company is Esperante Holdings, LLC.

ARTICLE II

Address

The mailing address and street address of the principal office of the Limited Liability Company is 2000 PGA Boulevard, Suite 2204, North Palm Beach, Florida 33408.

ARTICLE III

Registered Agent and Registered Office

The name and the Florida street address of the Registered Agent are:

Larry B. Alexander
505 South Flagler Drive
Suite 1100
West Palm Beach, FL 33401

ARTICLE IV

Management

The Limited Liability Company is to be managed by one or more members and is, therefore, a member-managed company.

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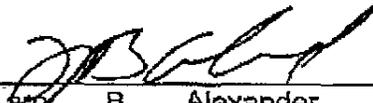
ARTICLE V

Commencement

The Limited Liability Company shall commence its existence upon filing with the Secretary of State of the State of Florida.

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.

Date: NOV. 21, 2005


Larry B. Alexander,
Representative

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

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Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, undersigned Limited Liability Company submits the following statement to designate a Registered Office and Registered Agent in the State of Florida:

That Esperante Holdings, LLC, desiring to organize under the laws of the State of Florida, has named Larry B. Alexander, located at the Registered Office of the corporation at 505 South Flagler Drive, Suite 1100, West Palm Beach, FL 33401, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT:

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.


Larry B. Alexander, Registered Agent