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Division of Corporations

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Florida Department of State

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Division of Corporations
Public Access System

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Account Name : THE HART LAW FIRM, PROFESSIONAL ASSOCIATION
Account Number : I20050000078
Phone : (305) 444-6220
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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

Urban River Holdings, LLC

Certificate of Status	1
Certified Copy	1
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**ARTICLES OF ORGANIZATION
OF
URBAN RIVER HOLDINGS, LLC**

2005 NOV 30 A 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be URBAN RIVER HOLDINGS, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company in Florida shall be The Colonnade - Suite 303, 2333 Ponce De Leon Boulevard, Coral Gables, Florida 33134.

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in the regulations adopted by the members.

ARTICLE IV - PURPOSES AND POWERS

The purpose for which the Company is organized is solely to own the interests of Urban River Partners, LLC, a Florida limited liability company, and to act as its managing member. The Company shall have any and all powers which are necessary or desirable to carry out the purpose of the Company, to the extent the same may be legally exercised by limited liability companies under the Act. The Company may carry out such activities which are incidental in carrying out the Company's purpose. The Company may exercise all powers enumerated in the Act to the conduct, promotion or attainment of the Company's purpose.

ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Brian A. Hart, The Hart Law Firm, Professional Association, The Colonnade - Suite 303, 2333 Ponce De Leon Boulevard, Coral Gables, Florida 33134.

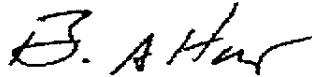
Brian A. Hart
THE HART LAW FIRM
PROFESSIONAL ASSOCIATION
Florida Bar No. 259632
The Colonnade - Suite 303
2333 Ponce De Leon Boulevard
Coral Gables Florida 33134
305.444.6220

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IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization
Miami, Florida for the foregoing uses and purposes this 30th day of November, 2005.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Brian A. Hart, as the Authorized Representative of a Member

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE
UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: URBAN RIVER HOLDINGS, LLC
2. The name and address of the registered agent and office is:

Brian A. Hart
The Colonnade - Suite 303
2333 Ponce De Leon Boulevard
Coral Gables Florida 33134
305.444.6220

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.



Brian A. Hart