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LIMITED LIABILITY COMPANY

Ocean Residences, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
OCEAN RESIDENCES, LLC**

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company is Ocean Residences, LLC (the "Company")

ARTICLE II

ADDRESS

The principal office and mailing address of the Company is:

1111 Brickell Avenue, 11th Floor
Miami Beach, FL 33131

ARTICLE III

REGISTERED AGENT AND OFFICE

The Company designates 1111 Brickell Avenue, 11th Floor, Miami, FL 33131 as the street address of the initial registered office of the Company and names Antonio Ramos as the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE IV

MANAGEMENT

The Company shall be conducted, carried on, and managed by at least one (1) Manager. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company. The Manager, who shall serve in such capacity until his successor(s) are duly elected and qualified, shall be:

Erasmio Ramos

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ARTICLE V

DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Department of State, and shall continue perpetually, unless terminated in accordance with the Company's Operating Agreement.

ARTICLE VI

PURPOSE

The purpose for which the Company is being formed is real estate investments and to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VII

ADDITIONAL MEMBERS

Additional Members may be admitted upon the application of such new Member in the manner set forth in the Operating Agreement of the Company.

VIII

OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal
this 1 day of December, 2005.

Antonio Ramos

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ACCEPTANCE OF DESIGNATION

The undersigned agrees to act as registered agent for Ocean Residences, LLC, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of each position on this day of December, 2005.

Antonio Ramos

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