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STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 0721000000032

REFERENCE : 762299 83930A

AUTHORIZATION : *[Signature]*

COST LIMIT : \$ 155.00

ORDER DATE : December 16, 2005

ORDER TIME : 2:26 PM

ORDER NO. : 762299-005

CUSTOMER NO: 83930A

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: NORTH STONE III, LLC

EFFECTIVE DATE:

_____ ARTICLES OF INCORPORATION
_____ CERTIFICATE OF LIMITED PARTNERSHIP
XX _____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Troy Todd - EXT. 2940

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I
NAME

The name of the Limited Liability Company is NORTH STONE III, LLC.

ARTICLE II
ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 20201 East Country Club Drive, Suite 2310, Aventura, FL 33180.

ARTICLE III
MANAGEMENT

The Limited Liability Company is to be managed by one or more of the members, whose names and addresses are: Eduardo Darer, 20201 East Country Club Drive, Suite 2310, Aventura, FL 33180, Oscar Darer, 20201 East Country Club Drive, Suite 2310, Aventura, FL 33180, Darer Management II, LLC, 20201 East Country Club Drive, Suite 2310, Aventura, FL 33180, and Russell Development, LLC, 39 Brighton Avenue, Boston, MA 02134; and the name and address of the initial managing member is Eduardo Darer, 20201 East Country Club Drive, Suite 2310, Aventura, FL 33180.

ARTICLE III
EFFECTIVE DATE

The effective date of this Limited Liability Company is as of the filing of these Articles of Organization.

ARTICLE IV
REGISTERED AGENT, REGISTERED OFFICE
& REGISTERED AGENT'S SIGNATURE

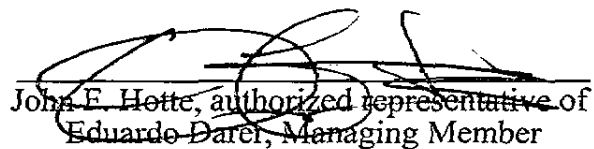
The name and the Florida street address of the registered agent are:

JOHN F. HOTTE, ESQ.
FRAZIER, HOTTE & ASSOCIATES, P.A.
6550 North Federal Highway, Suite 220
Fort Lauderdale, Florida 33308

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.


Resident Agent's Signature


John E. Hotte, authorized representative of
Eduardo Darer, Managing Member

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

John E. Hotte, Esq., Authorized Representative
Typed or Printed name of Signee