Florida Department of State Division of Corporations Public Access System

2005 DEC 20 A 11: 06

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H050002892013)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number

: (850)205-0383

From:

Account Name : KLUGER, PERETZ, KAPLAN & BERLIN, P.A.

Account Number : I19990000171 Phone : (305)379-9000 Fax Number : (305)341-3083

TECEIVED

DEC 20 PM 3: 47

JON OF CORPORATIO

LIMITED LIABILITY COMPANY

River Drive Partners, LLC

Certificate of Status0Certified Copy1Page Count01Estimated Charge\$155.00

AL!

Electropic Filing Monu

Comparate Filing

Bulglic Access Halp

Kluger, Peretz, Kaplan & Berlinger, KB

December 20, 2005

SECRETARY OF STATE ALLAHASSEE, FLORIDA

FAX COVER SHEET

To: Division of Corporations

From: Mirna Hormechea

Fax: (850) 205-0383

Tel#: (305) 341-3044

Tel.#:

Fax#: (305) 351-3801

Re: (((H05000289201 3)))

File# 4038.6

Number of Pages: 4 including this cover page. If you need a re-send on any of the pages, please call our operator at (305) 379-9000 as soon as possible. If you do not call, we will assume that all pages were received correctly.

The information contained in this transmission is attorney-privileged and confidential. It is intended only for the use of the individual or entity named above. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution or copying of this communication is strictly prohibited. If you receive this communication in error, please notify us immediately by telephone (coffeet) and return the original message to us to the above address vin U.S. Postal Service. We will reimpurse you for postage and telephone expenses. Thank you.

Message:

Please see attached transmittal letter regarding filing the Articles of Organization of River

Drive Parmers, LLC

Please contact Mirna Hormechea at 305-341-3044 with any questions.

Please fax all communications to 305-351-3801.

NO. 220 P. 3

(((H05000289201 3)))

FILED

ARTICLES OF ORGANIZATION OF

2005 DEC 20 A 11: Ob. SECRETARY OF STATE TALLAHASSEE, FLORIDA

RIVER DRIVE PARTNERS, LLC

The undersigned, for the purpose of forming a limited liability company under the laws of Florida, hereby adopts the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be River Drive Partners, LLC (the "Company").

ARTICLE II - NATURE OF BUSINESS AND MAILING ADDRESS

The Company is organized for the purpose of transacting any or all lawful business. The initial mailing address and street address of the principal office of the Company shall be 3300 Grenada Boulevard, Coral Gables, Florida 33134.

ARTICLE III - MANAGEMENT

The Company shall be manager managed. The number of managers may be increased or diminished from time to time by the Members. The manager or managers shall be appointed by the Members and shall serve until the first annual meeting of the Members, or until his, her or its successor is elected and qualified. The initial manager of the Company is PETERCO, LLC.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of the Company is 1320 South Dixie Highway, Penthouse 1275, Coral Gables, Florida 33146, and the name of the initial registered agent of the Company is David Filler.

IN WITNESS WHEREOF, the undersigned, an authorized representative of the members, has executed these Articles of Organization on the 20th day of December 2005.

Dale S. Bergman, Authorized Representative

(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.)

NO. 220 P. 4

(((H050002892013)))

FILED

2005 DEC 20 A 11: 06

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, Thereby groups 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, Florida Statutes.

David Filler