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FLORIDA/FOREIGN LIMITED LIABILITY CO.

BISCAYNE TITLE AND TRUST, LLC

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**ARTICLES OF ORGANIZATION
OF
BISCAYNE TITLE AND TRUST, LLC**

The undersigned members to these Articles of Organization hereby associate themselves together to form a Limited Liability Company under the laws of the State of Florida.

ARTICLE I

NAME

The name of this Limited Liability Company is BISCAYNE TITLE AND TRUST, LLC

ARTICLE II

GENERAL NATURE OF BUSINESS

The Limited Liability Company may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III
MEMBERSHIP**

All memberships shall be payable in cash, notes or other property at a valuation to be fixed by the Board of Managers at a meeting called for that purpose. Property may be purchased or paid for with memberships at a just valuation to be fixed by the Board of Managers. The members by vote of a majority in interest may sell further memberships as they deem necessary at a price to be determined in their discretion. Any new membership interests shall reduce the existing percentages pro-rata. However, whenever new membership interests are sold the existing members shall have preemptive rights.

**ARTICLE IV
INITIAL AND AUTHORIZED CAPITAL**

The amount of capital with which this Limited Liability Company will begin business is not less than \$100, to be contributed as set out in Article IX. The authorized capital shall be \$1,000.00 but may be increased by amending these articles as provided in article X.

ARTICLE V

TERM OF EXISTENCE

This Limited Liability Company is to exist for thirty (30) years. The remaining members may vote to continue the Limited Liability Company's business without regard to the death, retirement, resignation,

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expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

ARTICLE VI
ADDRESS

The initial post office address of the principal office of this Limited Liability Company in the State of Florida is 22162 S.W. 95 Place Miami Florida 33190. The Board of Managers may from time to time move the principal office to another address in Florida.

ARTICLE VII
MANAGERS

This Limited Liability Company shall, if voted by the members, have not less than one manager, however, the number of managers may be increased or diminished from time to time by Regulations adopted by the members, but shall never be less than one. The Managers may manage the company in accordance with regulations passed by the members of the Company as the members may desire.

ARTICLE VIII
INITIAL MANAGERS

The name and post office address of the members of the first Board of Managers, if any, shall be determined by vote of the membership.

ARTICLE IX
ORIGINAL MEMBERS

The name and post office address of the original members of these Articles of Organization, the original percentage of ownership that they agree to take and the value of the consideration, payable in cash and notes as agreed between the members, therefore is:

<u>Name</u>	<u>Address</u>	<u>Ownership</u>	<u>Consideration</u>
LYDIA THOMAS, & ASSOCIATES, INC	22162 S.W. 95 th Place Miami, Florida 33190	35%	\$350.00
Hutson & de Torres, P.A.	7700 N. Kendall Drive Suite 702 Miami, Florida 33156	65%	\$650.00

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**ARTICLE X
AMENDMENT**

These articles of Organization may be amended in the manner provided by law. Every amendment shall be approved at a members' meeting by a majority in interest of the membership entitled to vote thereon, unless all the managers and all the members sign a written statement manifesting their intention that a certain amendment of these articles of Organization be made.

ARTICLE XI

REGISTERED OFFICE AND REGISTERED AGENT

That BISCAYNE TITLE AND TRUST, LLC to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at the County of Miami-Dade, State of Florida, hereby designates Hutson & de Torres, P.A., as its Registered Agent, to accept services within the State. The registered office of the Limited Liability Company shall be at 7700 North Kendall Drive Suite 702, Miami Florida 33156

WITNESS the hand and seal of the members in Miami Dade County, State of Florida, this 26th day of January, 2006

Hutson & de Torres, P.A.
By: Elizabeth J. Hutson
Elizabeth J. Hutson

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STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

PERSONALLY appeared before me, Elizabeth J. Hutson, who produced _____ identification or if blank is personally known to me to be vice president of the original member to the foregoing Articles of BISCAYNE TITLE AND TRUST, LLC, who being by me first duly sworn, acknowledges that he signed the same for the purposes therein expressed.

WITNESS my hand and seal at Miami, Dade County, Florida this 26th day of January, 2006

Elizabeth J. Hutson
NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My commission expires



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

In compliance with Section 48.091, Florida statutes, the following is submitted:

FIRST: That BISCAYNE TITLE AND TRUST, LLC, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the County of Miami Dade County, State of Florida, has named Hutson & de Torres, P.A., as its Agent to accept service of process within Florida.

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Registered Agent

Date 1/26/06

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