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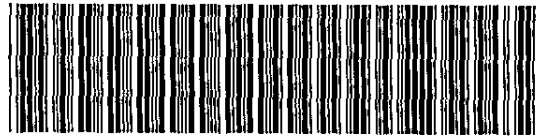
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LLC

1. New Dawn Davie, LLC
(CORPORATE NAME AND DOCUMENT #)

2. _____
(CORPORATE NAME AND DOCUMENT #)

3. _____
(CORPORATE NAME AND DOCUMENT #)

4. _____
(CORPORATE NAME AND DOCUMENT #)

5. _____
(CORPORATE NAME AND DOCUMENT #)

5. _____
(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

ARTICLES OF ORGANIZATION

OF

**NEW DAWN DAVIE, LLC,
a Florida limited liability company**

EFFECTIVE DATE
3/1/06

FILED
2006 MAR -6 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida set forth the following:

ARTICLE I: NAME

The name of the limited liability company is New Dawn Davie, LLC, a Florida limited liability company (the "Company").

ARTICLE II: ADDRESS OF PLACE OF BUSINESS

The principal place of business for the Company will be 2601 South Bayshore Drive, Suite 200, Miami, Florida 33133.

ARTICLE III: REGISTERED AGENT

The name of the initial registered agent in Florida for the Company is Neil S. Rollnick, Esq. The address of the initial registered agent is 2525 Ponce de Leon Blvd., Suite 400, Miami, Florida 33134.

ARTICLE IV: MANAGEMENT

The management of the Company is reserved to members, or officers of the members, that will be referred to as managing members. The name and address of the managing members that will serve as the initial managing members are as follows:

New Dawn Holdings, LLC
2601 South Bayshore Drive Suite 200
Miami, Florida 33133

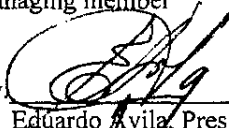
Key Real Estate Development, Corp.
2601 South Bayshore Drive Suite 200
Miami, Florida 33133

ARTICLE V: EFFECTIVE DATE

The effective date of these Articles of Organization is March 1, 2006.

These Articles of Organization have been executed on the date set forth under the name of the authorized representative of the managing member of the Company. In accordance with the terms of §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.

Key Real Estate Development, Corp, a
Florida corporation, a
managing member

By: 
Eduardo Avila, President

Date: March 1, 2006

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of New Dawn Davie, LLC, a Florida limited liability company, the undersigned accepts such an appointment, agrees to act in such capacity, accepts the obligations proposed by Florida Statutes §608.415 and is herewith simultaneously designated as registered agent.

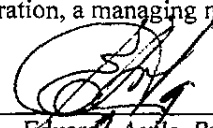
Executed this 1st day of March, 2006.


Neil S. Rollnick, Registered Agent

FOR THE LIMITED LIABILITY
COMPANY:

New Dawn Davie, LLC,
a Florida limited liability company

By: Key Real Estate Development, Corp, a Florida
corporation, a managing member

Per: 
Eduardo Avila, President