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DIVISION OF CORPORATIONS

FLORIDA/FOREIGN LIMITED LIABILITY CO.

1860 HOLDINGS LLC

Certificate of Status	1
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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
1860 HOLDINGS LLC**

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

ARTICLE I

NAME

The name of the limited liability company is 1860 HOLDINGS LLC.

ARTICLE II

ADDRESS

The mailing address and street address of the principal office of the limited liability company is 1521 Alton Road #533, Miami Beach, FL 33139.

ARTICLE III

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Company is 2699 Bayshore Drive, 7th Floor, Miami, Florida 33133, and the name of the registered agent of this Company at that address is Corpco, Inc.

ARTICLE IV

DURATION AND EFFECTIVE DATE

The period of this Company's duration shall be perpetual.

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ARTICLE V

PURPOSE

The Company's purpose is limited solely to owning, holding, developing, selling, leasing, transferring, exchanging, operating and managing real property and the improvements thereon to be located in Miami-Dade County, Florida and transacting any and all lawful business that is incident, necessary and appropriate to accomplish the foregoing.

ARTICLE VI

The Limited Liability Company is to be managed by a manager and is, therefore, a manager-managed company. The name and address of such managing member who is to serve as initial manager is:

Greg Freeman
1521 Alton Road #533,
Miami Beach, FL 33139

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 30 day of March, 2006.



Greg Freeman, Authorized
Representative of Member

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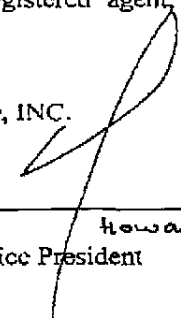
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ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability Company at the place designated in the Articles of Organization, I hereby accept this 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.

IN WITNESS WHEREOF, as said registered agent, I have caused this Statement to be signed on this 30 day of March, 2006.

CORPCO, INC.

By: 
Name: Howard Friedberg
Office: Vice President

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