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FLORIDA/FOREIGN LIMITED LIABILITY CO.

DVI Cardel 3, LLC

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ARTICLES OF ORGANIZATION
OF
DVI CARDEL 3, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, as amended, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I
NAME

The name of the Limited Liability Company is DVI Cardel 3, LLC (the "Company")

ARTICLE II
ADDRESS

The mailing address and street address of the principal office of the Company is 7700 N. Kendall Drive, Suite 601, Miami, Florida 33156.

ARTICLE III
DURATION

The period of duration for the Company shall be perpetual.

ARTICLE IV
REGISTERED OFFICE AND AGENT AND ADDRESS

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

<u>Name</u>	<u>Address</u>
Robert I. Weissler	2200 Museum Tower 150 West Flagler Street Miami, Florida 33130

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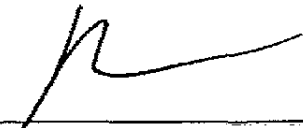
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ARTICLE V
MANAGEMENT

The Company shall be a manager-managed company. The names and addresses of the initial managers of the Company are:

David Buddemeyer	1001 N. US Highway 1, Suite 800 Jupiter, Florida 33477
Carlos J. Rodriguez	7700 N. Kendall Drive, Suite 601 Miami, Florida 33156

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization this 22 day of August, 2006.



 Robert I. Weissler
 Authorized Representative of the Members


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REGISTERED AGENT'S ACCEPTANCE

Having been named as registered agent and to accept service of process for DVI Cardel 3, LLC at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, Florida Statutes.

Dated: August 22, 2006



 Robert I. Weissler, Registered Agent