

Florida Department of State

Division of Corporations

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

st. lucie real estate partnership, llc

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ARTICLES OF ORGANIZATION
OF
ST. LUCIE REAL ESTATE PARTNERSHIP, LLC

The undersigned hereby makes and subscribes to these Articles of Organization intending to form a Limited Liability Company under the provisions of the Florida Statutes.

1. **Name.** The name of the Limited Liability Company is St. Lucie Real Estate Partnership, LLC ("Company"). The Company may conduct business under that name and under any other name or names upon which the manager(s) may select with the approval of the member(s). If the Company conducts business under a name other than that set forth in these Articles of Organization, then the Company shall file a fictitious name registration, as required by law, as to each such other name.

2. **Purpose.** The Company is organized to engage in any business permitted under applicable law.

3. **Duration.** The Company shall exist from the date of filing of these Articles of Organization with the Department of State until the occurrence of any of the events specified in Florida Statutes, Section 608.441, unless continued by the unanimous consent of the remaining Member(s).

4. **Mailing Address and Street Address.** The mailing address and street address of the principal office of the Company is: 298 S.W. 6TH Avenue, Boca Raton, FL 33486.

5. **Registered Agent and Office.** The name of the initial registered agent of the Company is Lynne S. K. Ventry, P.A. The street address of the initial registered agent of the Company is 955-N Northwest 17th Avenue, Delray Beach, FL 33445.

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, I hereby accept 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.


Registered Agent

6. **Additional Members.** Additional member(s) to the Company may be admitted, but only if the current Member(s) agree to the admission of additional member(s) and to the terms of admission.

7. **Termination of Membership.** If a Member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Members may, by

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unanimous written agreement, continue the business of the Company.

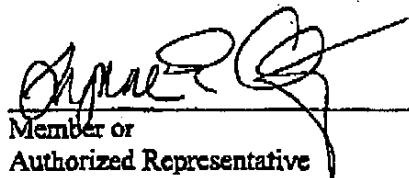
8. **Management of the Company.** The Company shall be managed by the manager(s). The following persons will initially be the manager(s):

<u>Name</u>	<u>Address</u>
Mauricio Wolff	298 S.W. 6 TH Avenue Boca Raton, FL 33486
Klaus Wolff	298 S.W. 6 TH Avenue Boca Raton, FL 33486
Jose' Antonio Del Rosal	298 S.W. 6 TH Avenue Boca Raton, FL 33486

9. **Regulations.** The Members shall have the power to adopt, alter, amend or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

10. **Date of Existence of the Company.** The existence of the Company shall commence on the date of filing the Articles of Organization by the Florida Department of State.

The undersigned executed these Articles of Organization this 7TH day of Sept., 2006.


Member or
Authorized Representative

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