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FLORIDA/FOREIGN LIMITED LIABILITY CO.

1399 park avenue holdings, llc

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**ARTICLES OF ORGANIZATION
OF
1399 PARK AVENUE HOLDINGS, LLC**

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Article I. Name.

The name of the limited liability company is:

1399 PARK AVENUE HOLDINGS, LLC

Article II. Address.

The mailing address and the street address of the principal office of the limited liability company is:

**550 Biltmore Way, Suite 970
Coral Gables, Florida 33134**

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Article III. Registered Agent, Registered Office & Registered Agent's Signature.

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

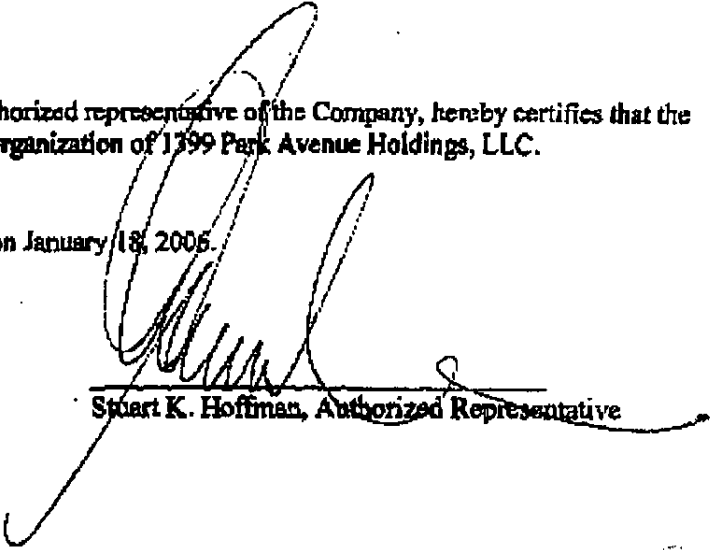
**M & W AGENTS, INC.
2101 Corporate Boulevard, Suite 107
Boca Raton, Florida 33431**

**Robert A. Chavez, Esq.
Teschler Gutter Chavez Josepher Rubin Ruffin & Forman, PA
2101 Corporate Blvd., Suite 107
Boca Raton, Florida 33431
(561) 998-7847
Fla. Bar No. 283625**

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The undersigned, being an authorized representative of the Company, hereby certifies that the foregoing constitutes the Articles of Organization of 1399 Park Avenue Holdings, LLC.

Executed by the undersigned on January 18, 2006.


Stuart K. Hoffman, Authorized Representative

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent 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 that 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 under Chapter 608, F.S.

M E W AGENTS, INC.

By: _____

Robert A. Chaves, Vice President

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