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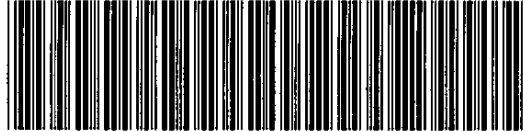
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. 1653 OVERTOWN L.L.C

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

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NEW FILINGS

☐ Profit

☐ Not for Profit

☒ Limited Liability

☐ Domestication

☐ Other

AMENDMENTS

☐ Amendment

☐ Resignation of R.A., Officer/Director

☐ Change of Registered Agent

☐ Dissolution/Withdrawal

☐ Merger

OTHER FILINGS

☐ Annual Report

☐ Fictitious Name

REGISTRATION/QUALIFICATION

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Trademark

☐ Other

Examiner's Initials

ARTICLES OF ORGANIZATION

of

1653 OVERTOWN LLC

Article I - Name

The name of this Florida limited liability company is :

1653 OVERTOWN LLC

Article II - Address

The mailing address of the Company is:

**1653 OVERTOWN LLC
244 NE 1ST AVE
MIAMI FL 33132**

The street address and principal office of the Company is:

**244 NE 1ST AVE
MIAMI FL 33132**

Article III - Register Agent

The name and street address of the initial register agent and office is:

**JAIME WASERSTEIN
244 NE 1ST AVE
MIAMI FL 33132**

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Article IV - Transferability of Membership Interest

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interest, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other right or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and allocations and the allocation of income, gain, loss deduction, credit, or similar item to which the assignor was entitled, to the extent assigned.

Article V - Management

This will be a member-managed company. The name of each member is:

JAIME WASERSTEIN, Trustee, member-manager

ESTHER WASERSTEIN, Trustee, member-manager

Article VI- Company Existence

The Company's existence shall begin effective June 26, 2007

IN WITNESS WHEREOF, the undersigned authorized member-manager executed these Articles of Organization on June 25, 2007

A handwritten signature in cursive script, reading "Jaime Wasserstein", written in black ink over a horizontal line.

JAIME WASERSTEIN, member-manager

STATEMENT OF REGISTER AGENT and REGISTER OFFICE

LIMITED LIABILITY COMPANY:

1653 OVERTOWN LLC

REGISTER AGENT /OFFICE:

**JAIME WASERSTEIN
244 NE 1ST AVE
MIAMI FL 33132**

I agree to act as register agent to accept service of process for the Company named above at the place designated in this Statement. I further agree to comply with the provisions of all Status relative to the proper and compete performance of registered agent duties. I am familiar with and accept the obligations of the register agent position.

Signature, 
JAIME WASERSTEIN - REGISTER AGENT

Date: June 25, 2007