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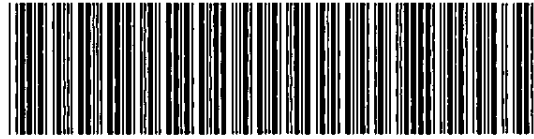
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DATE: 12/20/2007

NAME: FALCONE AMERICREST, LLC

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**ARTICLES OF ORGANIZATION
OF
FALCON AMERICREST, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

ARTICLE I — NAME

The name of the limited liability company shall be Falcon Americrest, LLC ("Company").

ARTICLE II — ADDRESS

The mailing address and street address of the principal office of the Company shall be 1951 N.W. 19th Street, Suite 200, Boca Raton, Florida 33431.

ARTICLE III — DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in the Company's Limited Liability Company Agreement.

ARTICLE IV — REGISTERED OFFICE AND AGENT


The name and street address of the registered agent of the Company in the State of Florida is Capitol Corporate Services, Inc., 155 Office Plaza Drive, Suite A, Tallahassee, Florida 32301.

ARTICLE V — MANAGEMENT

The Company shall be managed by members in accordance with the Limited Liability Company Agreement adopted by the members for the management of the business and affairs of the Company. The Limited Liability Company Agreement may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The Company will initially be managed by Art Falcone and John Kinsey, whose mailing address is 1951 N.W. 19th Street, Suite 200, Boca Raton, Florida 33431.

IN WITNESS WHEREOF, the undersigned hereby executes these Articles of Organization on this 21st day of December, 2007.

By:

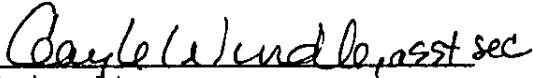

Peggy J. Jones, Authorized Representative

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


Peggy J. Jones, Authorized Representative

**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF ORGANIZATION**

The undersigned, being the person named in the Articles of Organization of Falcon Americrest, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and hereby 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 his or her duties, and is familiar with and accept the obligations of the position of registered agent.


Registered Agent