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To: Division of Corporations
 Fax Number : (850) 617-6383

From: Account Name : FIELDSTONE LESTER SHEAR & DENBERG
 Account Number : I19990000180
 Phone : (305) 357-5775
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Breakstone Group, LLC

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FACSIMILE COVER SHEET

The following pages are for:	Facsimile Number:
Agnes Lunt	850-617-6383

FROM: Angela Service

DATE: February 6, 2008

RE: Breakstone Group, LLC

Total Number of Pages, including cover page: 4

If you do not receive all the pages, **please call back as soon as possible.**

Telephone: (305) 357-1001

Transmitting from: (305) 357-1002

COMMENTS:

Please see attached and please note the Authorization signed by Noah Breakstone authorizing the use of the name "Breakstone Group, LLC".

Please call me should you have any questions.

NOTICE TO RECIPIENT

THE INFORMATION CONTAINED IN THIS FACSIMILE MESSAGE IS ATTORNEY PRIVILEGED AND CONFIDENTIAL INFORMATION INTENDED ONLY FOR THE USE OF THE INDIVIDUAL OR ENTITY NAMED ABOVE. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT, OR THE EMPLOYEE OR AGENT RESPONSIBLE TO DELIVER IT TO THE INTENDED RECIPIENT, YOU ARE HERBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPYING OF THIS COMMUNICATION IS HEREBY STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE IMMEDIATELY NOTIFY US BY TELEPHONE, AND RETURN THE ORIGINAL MESSAGE TO US AT THE ABOVE ADDRESS VIA THE U.S. POSTAL SERVICE.

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Breakstone Group, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

201 Alhambra Circle, Suite 601
Coral Gables, Florida 33134

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature

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

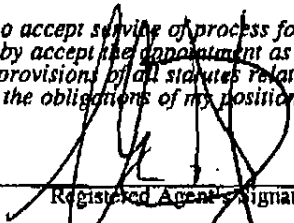
Michael B. Denberg
Name

201 Alhambra Circle, Suite 601
Florida street address (P.O. Box NOT acceptable)

Coral Gables, Florida 33134
City, State, and Zip

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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, F.S.

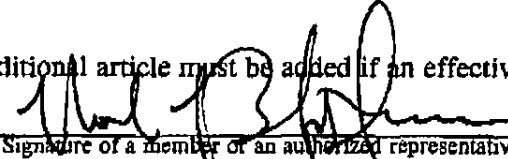


Registered Agent's Signature

Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)



Signature of a member or an authorized representative of a member.

(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.)

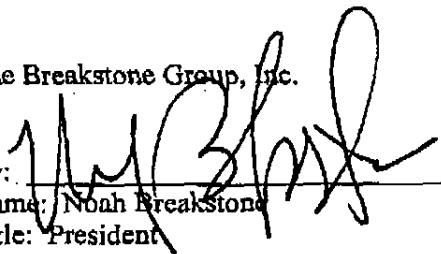
Noah Breakstone, Authorized Representative
Typed or printed name of signee

((H08000029721 3)))

Authorization

I, Noah Breakstone, as President of The Breakstone Group, Inc., a Florida corporation, hereby authorize the name "Breakstone Group, LLC" to be used for the formation of the attached limited liability company.

The Breakstone Group, Inc.

By: 
Name: Noah Breakstone
Title: President

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