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Division of Corporations

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Account Number : 072450003255 : (305)634-3694 Phone

Fax Number

: (305)633-9696

FLORIDA/FOREIGN LIMITED LIABILITY CO.

halpryn group, lle

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ARTICLES OF ORGANIZATION OF

HALPRYN GROUP, LLC

The undersigned hereby executes these Articles for the purpose of forming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further declares that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company (the "Company").

ARTICLE I

NAME

The name of the Company shall be Halpryn Group, LLC

ARTICLE II

PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of the Company are 4400 Biscayne Boulevard, Suite 950. Miami, Florida 33137.

ARTICLE III

REGISTERED OFFICE AND REGISTERED AGENT

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

M & W Agents, Inc. 2101 Corporate Blvd., Suite 107 Boea Raton, FL 33431

By execution hereof, the registered agent acceptant appointment as registered agent and agrees to

Registered Agent's Signature

Robert A. Chaves, Esq. Gutter Chaves Josepher Rubin Forman Fleisher P.A. 2101 Corporate Blvd., Suite 107 Boca Raton, Florida 33431 (561) 998-7847 Fla. Bar No. 283525

act in this capacity,

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ARTICLE IV

DURATION

The Company shall commence upon filing of these Anticles and shall continue in perpetuity unless sooner terminated by operation of law or agreement among the Company's members.

-d0o-

The undersigned, being an original member of the Company, hereby certifies that the foregoing constitutes the Articles of Organization of Halptyn Group, LLC

Executed by the undersigned on February 20. 2008.

MEMBER:

GLENN L HALPRYN

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