

DENT BY: RUDEN MCCLOSKEY

11-13-96 3:16PM

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11/13/96

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TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: RUDEN, MCCLOSKEY, SMITH, SCHWARTZ & RUSSELL,
CONTACT: ANNE MARIE LA PERLA
PHONE: (954) 527-6221

ACCT#: 076077000521

FAX #: (954) 764-4996

NAME: THE SAVANNAH/SIENNA, L.C.

AUDIT NUMBER.....H96000016038

DOC TYPE.....LIMITED LIABILITY COMPANY

CERT. OF STATUS..0

CERT. COPIES.....1

PAGES..... 4

DEL.METHOD.. FAX

EST.CHARGE.. \$337.50

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TALLAHASSEE, FLORIDA

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U.S. DEPT. OF JUSTICE**ARTICLES OF ORGANIZATION OF
THE SAVANNAH/BIENNA, L.C.**

The undersigned, desiring to form a limited liability company for the purposes set forth herein and in conformance with the Florida Limited Liability Company Act, does hereby establish the following:

1. **Name.** The name of the limited liability company is The Savannah/Bienna, L.C.
2. **Duration.** The period of duration of the limited liability company is perpetual unless sooner dissolved as provided by statute.
3. **Purpose.** This limited liability company is organized for the purpose of engaging in any lawful business in which a limited liability company may engage under Florida law.
4. **Principal Place of Business.** The mailing address and address of its principal place of business is 7241 Jog Road, Lake Worth, Florida 33467.
5. **Registered Agent and Office.** The name and address of its initial registered agent in the State of Florida, whose Consent to Appointment as Registered Agent accompanies these Articles, is Roger Dalal, 7241 Jog Road, Lake Worth, Florida, 33467.
6. **Admission of Additional Members.** Additional Members will be admitted only upon the consent of the Manager or upon such other terms as are unanimously agreed to by all Members.
7. **Continuity.** The remaining Members of the limited liability company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued membership of a Member in this limited liability company.
8. **Management.** The business of the limited liability company shall be reserved to and conducted under the exclusive management of its Manager who shall have

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

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exclusive authority to act for the limited liability company in all matters. The name and address of the Manager of the Company is Jose M. Suriol, 10560 N.W. 27th Street, #103, Miami, Florida, 33172.

DATED this 13th day of November, 1996.


Jose M. Suriol, Manager

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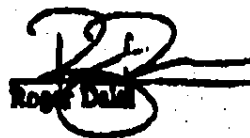
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**CERTIFICATE OF DESIGNATION AND
ACCEPTANCE OF REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for The Savannah/Sienna, L.C., at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 13 day of November, 1996.


Roger Dalm

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#96000016038

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned Member or authorized representative of a Member of The Savannah/Sienna, L.C. deposes and says:

1. The above-named limited liability company has at least two (2) Members;
2. The total amount of cash contributed and anticipated to be contributed is \$285,000; and
3. The Members have not contributed and are not anticipated to contribute any property other than cash.


Roger Dalal, Member96 NOV 13 PM 10:20
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TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4000

FROM: RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL,
CONTACT: ANNE MARIE LA FERLA
PHONE: (954) 527-6221

ACCT#: 076077000521

FAX #: (954) 764-4996

NAME: THE SAVANNAH/SIENNA, L.C.

AUDIT NUMBER.....H97000000564

DOC TYPE.....LIMITED LIABILITY AMENDMENT

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**CERTIFICATE OF AMENDMENT
TO THE
ARTICLES OF ORGANIZATION
OF
THE SAVANNAH/SIENNA, L.C.**

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97 JAN 10 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following provision of the Articles of Organization of The Savannah/Sienna, L.C., a Florida limited liability company ("Company"), filed with the Department of State on November 13, 1996, under Document Number L96000001187, be, and it is hereby, amended as shown below:

Section 1 of the Articles of Organization of this Company is amended to read in its entirety as follows:

Name. The name of the limited liability company is Interdevco-Springs, L.C.

The foregoing amendment was adopted by all of the members of this Company on January 9, 1997.

IN WITNESS WHEREOF, the undersigned, being the Manager of the Company, has adopted and executed this Certificate of Amendment on January 9, 1997.

THE SAVANNAH/SIENNA, L.C.

By:


Jose M. Sutil, Manager

MS7000000564

Prepared by:

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