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NOV-14 1996

EMPIRE CORPORATE KIT

P.02/06

10/30/96

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (.05)541-3694

FAX #: (305)541-3770

NAME: LUCKY START AT GARDEN HILLS I, A FLORIDA LIM

AUDIT NUMBER.....H96000015300

DOC TYPE.....LIMITED LIABILITY COMPANY

CERT. OF STATUS..0

PAGES..... 6

CERT. COPIES.....0

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EMPIRE CORPORATE KIT

P.01/06



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

October 31, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: LUCKY START AT GARDEN HILLS A FLORIDA LIMITED LIABILITY
REF: W96000023148

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

The name of a Limited Liability Company must end with the words "limited company", or their abbreviation "L.C." "L.L.C." is not an acceptable suffix in the state of Florida. Please note the periods as punctuation must be included in the suffix.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: W96000015300
Letter Number: 696A00050172

**ARTICLES OF ORGANIZATION OF
LUCKY START AT GARDEN HILLS I, L.L.C.**

H96000019300

ARTICLE I - Name:

The name of the Limited Liability Company is: Lucky Start at Garden Hills I, L.L.C.

ARTICLE II - Address:

The mailing address and the street address of the principal office of the Limited Liability Company is:
12515 N. Kendall Drive, Suite 328, Miami, Florida 33186.

ARTICLE III - Duration:

The period of duration of the Limited Liability Company is:
thirty (30) years. The remaining members may vote to continue the limited liability company's business without regard to the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

ARAL INVESTMENTS, INC.
a Florida corporation

12515 North Kendall Drive, Suite 328
Miami, Florida 33186

PERSEN, INC.,
a Florida corporation

12515 North Kendall Drive, Suite 328
Miami, Florida 33186

Prepared By:
Maria Prate Hamilton, Esquire
1570 Madruga Avenue, Suite 214
Coral Gables, Florida 33146
Phone: (305) 665-5610
FBN. 284068

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TALLAHASSEE, FLORIDA

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STATE OF FLORIDA
COUNTY OF DADE

} . SS:

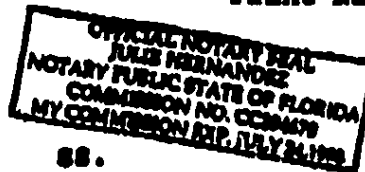
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PERSONALLY appeared before me, JORGE FERNANDEZ, President of FERNEN, INC., a Florida corporation who produced a Florida Driver's License as identification and who did/did not take an oath, to be one of the original members of the foregoing Articles of Organization of Lucky Start at Garden Hills I, L.L.C.

WITNESS my hand and seal at Dade County, Florida, this 13th day of November, 1996.

Julie Hernandez
Notary Public
State of Florida at Large
Print Name:

My Commission expires:



STATE OF FLORIDA
COUNTY OF DADE

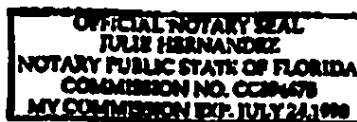
} . SS.

PERSONALLY appeared before me, ANTONIO BALESTERA, President of ARAL INVESTMENTS, INC., a Florida corporation who produced a Florida Driver's License as identification and who did/did not take an oath to be one of the original members to the foregoing Articles of Organization of Lucky Start at Garden Hills I, L.L.C.

WITNESS my hand and seal at Dade County, Florida, this 13th day of November, 1996.

Julie Hernandez
Notary Public
State of Florida at Large
Print Name:

My Commission Expires:



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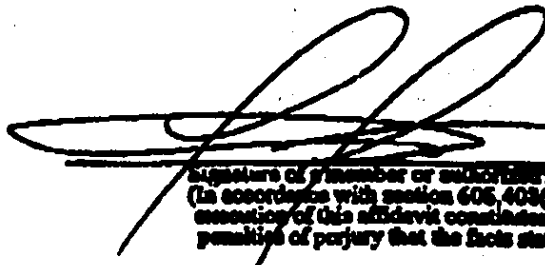
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of _____

FERBEN INC, A FLORIDA CORPORATION

deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ _____.
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ _____.
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$50,000.00.
- 5) the total amount of 2, 3, and 4 is \$50,000.00.

**JORGE FERNANDEZ**

Signature of member or authorized representative of a member.
(In accordance with section 606.403(3), Florida Statutes, the
execution of this affidavit constitutes an affirmation under the
penalties of perjury that the facts stated herein are true.)

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

LUCKY START AT GARDEN HILLS I, L.L.C.

2. The name and address of the registered agent and office is:

ANTONIO BALESTENA

(Name)

12515 North Randall Drive, Suite 328

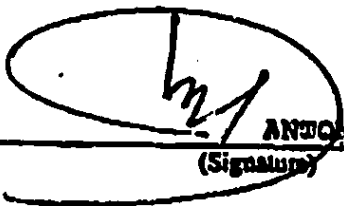
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Miami, Florida 33186

(City/State/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.



ANTONIO BALESTENA

(Signature)

November 13, 1996

(Date)