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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Fort Lauderdale Realty LLC

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<input type="checkbox"/>	Domestication
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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
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<input type="checkbox"/>	Limited Partnership
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

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DIVISION OF CORPORATION

January 15, 1999

UCC FILING & SEARCH

TALLAHASSEE, FL

SUBJECT: FORT LAUDERDALE REALTY LLC
Ref. Number: W99000001208

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corrected

We have received your document for FORT LAUDERDALE REALTY LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The individuals listed must be titled manager or managing member.,

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 099A00002229

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**Articles of Organization for Fort Lauderdale Realty, a Florida
Limited Liability Company (FS § 608.407)**

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company:

1. Name. The name of this company shall be FORT LAUDERDALE REALTY, L.L.C.

2.1 Duration/Continuation. The hereafter mentioned member shall be treated in any case as a shareholder of the company. The period of this company's duration shall be perpetual, unless terminated by the unanimous written Agreement of the majority of 66 percent of the votes weighted in proportion to the member's relative capital account (number of shares issued and held by the member), however, if the capital account of a member is zero or negative, then the number of votes of the particular member is one. In case of bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, the remaining members shall have the right to take over the stake of shares of the discontinuing member in an amount to be decided by the certified public accounting firm employed by the company at the time of the termination. In any case of terminating a membership, the company shall continue unless the above mentioned majority of 66 percent decides to discontinue the business and close down the operation.

2.2 Definition of a majority.

Each members vote shall be weighted in proportion to the member's capital account, which shall be determined by the number of shares issued to the member and paid in full; however, if the capital account of a member is zero or a negative number, then the member shall have only one vote.

3. The mailing address is 2651 North Federal Highway, Suite 200, Fort Lauderdale, FL 33306. The street address is the same.

4. Registered Agent and Office. The name and street address of the initial registered agent and office for this company is as follows: Tyler A. Gold, 2651 North Federal Highway, Suite 200, Fort Lauderdale, FL 33306.

5. Admission of Additional Members; and Terms and Conditions

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of such Admissions: Additional Members may be admitted upon the approval of a majority of 53 percent of the votes weighted in proportion to the members' capital account (number of shares issued and held by the member). However, if the capital account of a member is zero or a negative number, then the number of votes of the particular member is one. The new member shall make written application to become a member in the manner set forth in the Bylaws of this Company.

6. Right to Continue Business.

The remaining members may continue the Business on 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 company.

7. Management of Company.

The business of the Company shall be managed by:

(all three are managing members)

1) Domenic Faro, 3700 Galt Ocean Drive, Ft. Lauderdale, FL 33308, as President and C.E.O.;

2) Dr. Heinz Bernd Ohmen, 3600 Galt Ocean Drive, #11A, Ft. Lauderdale, FL 33308, as Vice-President and Treasurer, and

3) Tyler A. Gold, 2651 North Federal Highway, #200, Ft. Lauderdale, FL 33306, as Secretary.

8. Amendment of Articles of Organization. Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Florida Statute 608 as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the member to be added.

Regulations of Company. The power to adopt, alter, amend or repeal the regulations of the limited liability company shall be vested in the Members unless vested in the Manager(s) of the company by any amendments of the Articles of Organization. Regulations adopted by the Members or by the Manager(s) may be repealed or altered. New Regulations may be adopted by the Members, and the Members may prescribe in any Regulations made by them that such Regulations may not be altered, amended or repealed by the Manager(s).

Informal Action of Members. Any action of the Members may be taken without a meeting if consent in writing setting forth the

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action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting (and filed with the Manager(s) of the Company as part of its records.)

Contracting Debt. Except as otherwise provided by Law, no debt shall be contracted nor liability incurred by or on behalf of this company except by the Manager(s) or if managed by the Members, by any Member of this Company, unless otherwise provided herein.

Transferability of Member's Interest. An interest of a Member of this company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement. However, if the majority of 66 percent of the votes, weighted in proportion to the member's relative capital account (number of shares issued and held by the member) do not approve of such proposed transfer or assignment by unanimous written consent, the transferee of the interest of such member shall have no right to participate in the management of the business and affairs of this company or to become a Member. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which that Member otherwise would be entitled.

Withdrawal or Reduction of Member's Contributions to Capital.

1. A Member shall not receive out of the Company property any part of his or its contribution to capital until:

(a) all liabilities of the company, except liabilities to Members on account of their contributions to capital, have been paid, or sufficient property of the company remains to pay them,

(b) the consent of all Members is had, unless the return of the contributions to capital may be rightfully demanded,

© these articles of organization are canceled or so amended as to set out the withdrawal reduction.

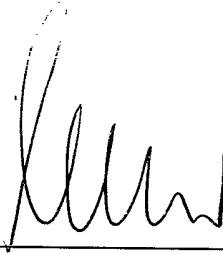
A Member shall be entitled to the return of his or its contribution in the manner provided for in the regulations of the company.

IN WITNESS WHEREOF, the undersigned Incorporator(s) have hereunto set their hands and seals this 4 day of January, 1999.


DOMENIC FARO, member

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DR. HEINZ BERND OHMEN, member



TYLER A. GOLD, member

Having been named as Registered Agent and to accept service of process for the above stated limited liability company, 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



Tyler A. Gold, Esq., registered agent

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Affidavit (F.S. § 608.407(2))


State of Florida
County of Broward

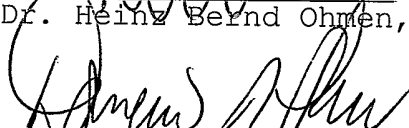
Before the undersigned authority personally appeared Tyler A. Gold, Dr. Heinz Bernd Ohmen and Domenic R. Faro, who on oath say:

1. That they are members of Fort Lauderdale Realty, L.L.C.
2. That Fort Lauderdale Realty, L.L.C. has at least two members.
3. The amount of the cash and description and agreed value of the property other than cash contributed by the members is \$2,000.00.
4. The amount anticipated to be contributed by the member is \$25,000.00.

Further affiants sayeth naught.

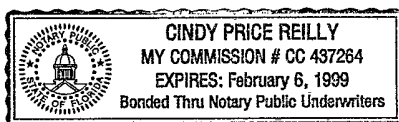

Tyler A. Gold, member

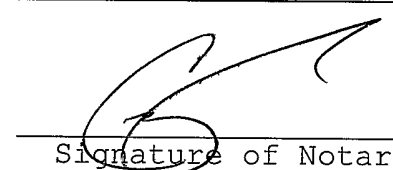

Dr. Heinz Bernd Ohmen, member


Domenic R. Faro, member

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Sworn to and subscribed before me this 4 day of January, 1999, by Tyler A. Gold, Dr. Heinz Bernd Ohmen and Domenic R. Faro who are personally known to me or who have produced _____ as identification.




Signature of Notary

Print, Type or Stamp
Commissioned Name of Notary Public