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January 29, 1999.

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Secretary of State
Division of Corporations
Tallahassee, FL 32399

Dear Sirs:

Please find enclosed the Articles of Organization for ARENA DELRAY, LLC,
a Limited Liability Company, along with a check in the amount of \$285.00 for the application
filing fee and affidavit and registered agent designation.

Please send the certificate and copy of filed Articles to the Delray Beach, Florida
address above. Thank you for your attention to our request.

Respectfully,



David M. Harvan
For the Firm
BH&D

Name	
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
P. Verifier	

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DIVISION OF CORPORATIONS
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**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I

Name of Limited Liability Company

The name of the Limited Liability Company is ARENA DELRAY, LLC.

ARTICLE II

Address

The mailing address and street address of the principal office of the Limited Liability Company is 290 NE 5th Avenue, Delray Beach, Florida 33483.

ARTICLE III

Duration

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV

Management

The Limited Liability Company is to be managed by the members and the name and address of the managing member is:

Frank Arena
290 NE 5th Avenue
Delray Beach, Florida 33483

ARTICLE V

Admission of Additional Members:

The right of the members to admit additional members and the terms and conditions of the admissions shall be:

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STATE OF FLORIDA
DIVISION OF CORPORATIONS

Additional member shall be admitted with unanimous consent from existing members. No voting rights or managerial rights are given to additional members unless unanimous by existing members.

ARTICLE VI

Members Rights to Continue Business

The right of the remaining members of the Limited Liability Company to 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 Limited Liability Company shall be:

The remaining members shall continue the Limited Liability Company without disruption even after the above described events occur.

ARTICLE VII

Regulations

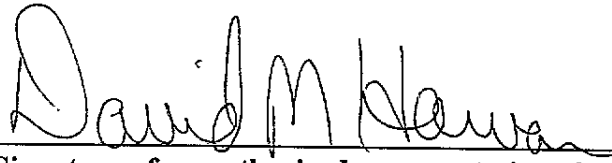
The power to adopt, alter, amend or repeal the regulations shall be vested in and is hereby reserved to the members. Regulations shall be adopted, altered, amended or repealed as provided therein. The Limited Liability Company reserves the right to amend or repeal any Amendment thereto, and any right conferred upon the members is subject to this reservation.

ARTICLE VIII

Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of ARENA DELRAY, LLC certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member is \$ 100.00 ;
- 3) if the agreed value of property other than cash contributed by member is zero at this time and \$ 0.00 ;
- 4) the total amount of cash and property contributed and anticipated to be contributed by member at this time is \$ 100.00 .

A handwritten signature in cursive script, reading "David M. Harvan", is written over a horizontal line.

Signature of an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

David M. Harvan, Esq.

Name of authorized representative of member

**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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is ARENA DELRAY, LLC.
2. The name and Florida street address of the registered agent is

David M. Harvan
40 Northeast 7th Avenue
Delray Beach, Florida 33483

Having been named as registered agent 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.

A handwritten signature in black ink, appearing to read "David M. Harvan", is written over a horizontal line.

SIGNATURE