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Fax Number : (850) 205-0383

From: Account Name : JAM MARK LIMITED
Account Number : I20000000112
Phone : (305) 789-7758
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

CENTER LEGACY, LLC

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ARTICLES OF ORGANIZATION

OF

CENTER LEGACY, LLC

In accordance with Chapter 608, Florida Statutes, the undersigned authorized representative of Center Legacy, LLC (the "Company") hereby makes, acknowledges and files the following Articles of Organization:

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I. Name

The name of the limited liability company is Center Legacy, LLC.

II. Address

The mailing address and street address of the principal office of the Company is 121 Alhambra Plaza, Penthouse I, Suite 1600, Coral Gables, Florida 33134.

III. Duration

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual unless the Company is sooner terminated as provided in the Operating Agreement of the Company.

IV. Registered Agent and Office

The name and street address of the registered agent of the Company in the state of Florida are as follows:

R. Larry Rentz
121 Alhambra Plaza
Penthouse I, Suite 1600
Coral Gables, Florida 33134

V. Manager(s) or Managing Member(s)

The Company shall be managed by one or more Managers. The initial Managers of the Company shall be as follows:

W. Allen Morris
121 Alhambra Plaza
Penthouse I, Suite 1600
Coral Gables, Florida 33134

Yazmin Gil
121 Alhambra Plaza
Penthouse I, Suite 1600
Coral Gables, Florida 33134

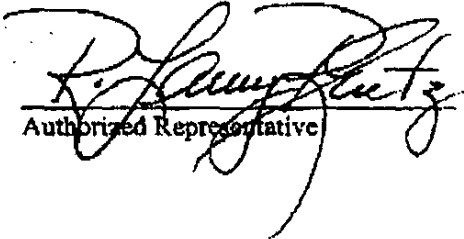
Dale I. Graham
121 Alhambra Plaza
Penthouse I, Suite 1600
Coral Gables, Florida 33134

R. Larry Rentz
121 Alhambra Plaza
Penthouse I, Suite 1600
Coral Gables, Florida 33134

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In accordance with Section 608.408(3), Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under penalties of perjury that the facts stated herein are true.

Executed by the undersigned authorized representative of the Member this 30th day of October, 2006.

By: 
Authorized Representative

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND OFFICE
OF
CENTER LEGACY, LLC**

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Pursuant to the provisions of Section 608.415, Florida Statutes, Center Legacy, LLC (the "Company") submits the following statement to designate a registered agent and registered office in the state of Florida:

1. The name of the limited liability company is Center Legacy, LLC.
2. The name and street address of the registered agent of the Company in the state of Florida is:

R. Larry Rentz
121 Alhambra Plaza
Penthouse I, Suite 1600
Coral Gables, Florida 33134

Having been named as registered agent and to accept service of process for the Company at the place designated in the Articles of Organization of the Company, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties and acknowledges that he is familiar with and accepts the obligations of the position of registered agent as provided in Chapter 608, Florida Statutes.

Dated: October 30, 2006


R. Larry Rentz

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