

L98000000603



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 817232 6475A

AUTHORIZATION :

Patricia Pujols

COST LIMIT : \$ 337.50

ORDER DATE : May 13, 1998

ORDER TIME : 10:44 AM

ORDER NO. : 817232-005

CUSTOMER NO: 6475A

CUSTOMER: Adele I. Stone, Esq
ATKINSON DINER STONE &
MANKUTA, P.A.
1946 Tyler Street

Hollywood, FL 33020

100002522041--8

DOMESTIC FILING

NAME: 1920 PARTNERS L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Name	5/13/98
Availability	<u>XX</u>
Document	<u>dec</u>
Examiner	CONTACT PERSON: Janna Wilson
Updater	DCC
Updater Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

EXAMINER'S INITIALS:

FILED
98 MAY 13 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
58 MAY 13 PM 12:04
DEPT OF CORP ORATION

L98000000603

ARTICLES OF ORGANIZATION

OF

1920 PARTNERS L.C.

ARTICLE I

NAME OF COMPANY

The name of this limited liability company shall be: 1920 PARTNERS L.C. (the "Company").

ARTICLE II

ADDRESS

The Company's mailing and street address is:

99 N.W. 183rd Street
Suite 115
North Miami Beach, Florida 33169

ARTICLE III

DURATION

The period of the Company's duration shall not exceed seventy-five (75) years from the date of filing these Articles of Organization with the Department of State and shall be as provided in the Company's Regulations.

ARTICLE IV

NATURE OF BUSINESS

The general purpose for which this Company is organized is to engage in any lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act.

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TALLAHASSEE, FLORIDA

ARTICLE V

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Company's initial Registered Agent and Registered Office in the State of Florida shall be:

Daniel Rosenfeld
c/o FRA Realty Associates, L.C.
99 N.W. 183rd Street
Suite 115
North Miami Beach, Florida 33169

ARTICLE VI

ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted to the Company from time to time upon the terms and conditions unanimously agreed upon by the members in the manner provided by the Regulations of the Company.

ARTICLE VII

CONTINUATION OF BUSINESS

Upon 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, the Company's business shall not continue and the Company shall be dissolved in accordance with the provisions of the Florida Limited Liability Company Act, unless the remaining members unanimously agree to continue the business of the Company in the manner provided by the Company's Regulations.

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98 MAY 13 PM 2:45
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TALLAHASSEE, FLORIDA

ARTICLE VIII

MANAGEMENT OF THE COMPANY

The Company is to be managed by its members. The name and address of the Managing Member is as follows:

FRA Realty Associates L.C.,
a Florida Limited Liability Company
99 N.W. 183rd Street
Suite 115
North Miami Beach, Florida 33169

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ARTICLE IX

REGULATIONS OF THE COMPANY

The power to adopt, alter, amend or repeal the Regulations of the Company shall be vested in the members of the Company. The regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

ARTICLE X

COMMENCEMENT DATE

Existence of the Company will commence upon the filing of these Articles.

THE UNDERSIGNED, a member of the Company, for the purpose of forming a limited liability company to do business within the State of Florida, does make and file these Articles of Organization, hereby declaring and certifying that the facts stated are true.


DANIEL ROSENFELD (SEAL)

FILED
98 MAY 13 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF BROWARD

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED before me this 12
day of May, 1998, by DANIEL ROSENFELD, to me personally known ✓ or
produced identification n/a Type of identification produced



Name:

Notary Public

My Commission Expires

Commission No.:



ADELE I. STONE
MY COMMISSION # CC393527 EXPIRES
October 10, 1998
BONDED BY TRUITY INSURANCE, INC.

The undersigned hereby accepts the foregoing designation as initial Registered Agent, is
familiar with, accepts and agrees to comply with the provisions of law applicable to said designation.


DANIEL ROSENFELD

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98 MAY 18 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, as a member of 1920 PARTNERS, L.C. (the "Company"), upon being duly sworn certifies the following:

1. The Company has at least two (2) members.
2. As of the date hereof, the amount of cash contributions to the Company made by members is as follows:

\$1,000,000.00

3. There is no property other than cash being contributed to the Company.
4. It is anticipated that the members will make additional cash contributions to the Company as follows:

\$1,000,000.00

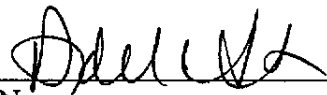
FURTHER AFFIANT SAYETH NOT.


DANIEL ROSENFELD

STATE OF FLORIDA

COUNTY OF BROWARD

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED before me this 12 day of May, 1998, by DANIEL ROSENFELD, to me personally known ✓ or produced N/A identification _____. Type of identification produced


Name: _____

Notary Public

My Commission Expires: _____

Commission No.: _____



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TALLAHASSEE, FLORIDA