



L99 000001334

ACCOUNT NO. : 072100000032

REFERENCE : 136912 11663B

AUTHORIZATION :

COST LIMIT : \$ 285.00

Patricia Pijet

ORDER DATE : February 16, 1999

ORDER TIME : 12:41 PM

ORDER NO. : 136912-005

600002800266-9

CUSTOMER NO: 11663B

CUSTOMER: Paul R. James, Esq
KUBICKI DRAPER GALLAGHER &
KUBICKI DRAPER GALLAGHER &
Suite 1600
One E. Broward Boulevard
Ft. Lauderdale, FL 33301

DOMESTIC FILING

NAME: DF & B PROPERTIES, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

L99-1334

Name	<i>OP</i>
Availability	<i>3-10</i>
Document	<i>OP</i>
Examiner	<i>OP</i>
Updater	<i>OP</i>
Updater	<i>OP</i>
Verifier	<i>OP</i>
Acknowledgment	<i>OP</i>
W. P. Verifier	<i>OP</i>

DIVISION OF CORPORATION

99 MAR -9 PM 4:47

RECEIVED

99 MAR -9 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is:

DF & B PROPERTIES, LLC

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 181 Fiesta Way
Ft. Lauderdale, Florida 33301.

ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be: PERPETUAL

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida, 32301 and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. MANAGEMENT

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

Member: Joseph J. Nicholson

181 Fiesta Way
Ft. Lauderdale, FL 33301

Richard Emmert

2533 Middle River Drive
Ft. Lauderdale, FL 33305

The undersigned authorized representative of a member of

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99 MAR -9 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DF & B PROPERTIES, LLC hereby executes these articles of organization on this 09 Day of March 1999.

CORPORATION SERVICE COMPANY

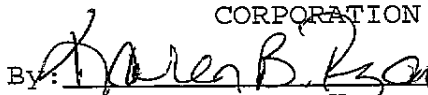


BY: Karen B. Rozar
as its agent as authorized
representative of DF & B Properties, LLC

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF ORGANIZATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the Limited Liability Company named above, and having been designated as the registered agent in the above and foregoing articles, is familiar with and accepts the obligations of the position of registered agent under Section 608.415 or 608.507 Florida Statutes.

CORPORATION SERVICE COMPANY

By: 

Its Agent, Karen B. Rozar

Dated: March 9, 1999

AKC/jjw

FILED
99 MAR -9 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FROM : CAFE SOCIETY
FROM

PHONE NO. : 9549259881

Mar. 09 1999 07:26AM P2

(MON) 03.08.99 11:28/ST: 11:26/NO. 3500993417 F 3

LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of DF & B PROPERTIES, LLC (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this
8 day of March, 1999.

WITNESS

Paul R. Turner
TYPED OR PRINTED NAME

WITNESS

John C. Rankin
TYPED OR PRINTED NAME

SIGNATURE

JOSEPH NICHOLSON, Managing Member
TYPED OR PRINTED NAME

FILED

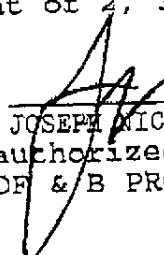
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of DF & B PROPERTIES, LLC deposes and says:

- 1) the above named limited liability company has at least two members: Joseph J. Nicholson & Richard Emmert
- 2) the total amount of cash contributed by the member(s) is \$1,000.00:
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$0.00:
(a description of said property is attached hereto.)
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$0.00:
- 5) the total amount of 2, 3, and 4 is: \$1,000.00


JOSEPH NICHOLSON
authorized representative of a member of
DF & B PROPERTIES, LLC

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99 MAR -9 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA