

L99000001644
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JUPITER, FLORIDA 33477

March 17, 1999

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Maplewood Investors, L.L.C.
Articles Of Organization/Designation of Reg. Agent

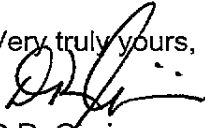
CM

Dear Sir or Madam:

Enclosed herewith please find an original and a copy of the Articles of Organization of the above-referenced limited liability company submitted for filing, as well as a check in the sum of Two Hundred Eighty Five Dollars (\$285.00) payable to the Secretary of State as filing fees.

Please return a stamped copy of the enclosed Articles to my attention. If you have any questions regarding the above, please contact me by telephone prior to returning the enclosed.

Very truly yours,


D.R. Girvin
DRG/dg
Enclosures:

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****285.00 ****285.00

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ARTICLES OF ORGANIZATION
OF
MAPLEWOOD INVESTORS, L.L.C.
A Florida Limited Liability Company

ARTICLE I
NAME

The name of the limited liability company is Maplewood Investors, L.L.C.

ARTICLE II
ADDRESS

The mailing address and street address of the principal office of the limited liability company is 803 Maplewood Drive, Suite 37, Jupiter, Florida 33458.

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ARTICLE III
DURATION

The period of duration of the limited liability company shall be thirty (30) years commencing on March 1, 1999, and ending on March 1, 2029. The business may be continued by the surviving or remaining members in the event of death, disability, retirement, resignation, expulsion, bankruptcy, or dissolution of a member.

ARTICLE IV
PURPOSE

The purpose of the limited liability company is to engage in the ownership and operation of rental properties, and any other activity permitted under the laws of the United States and the State of Florida.

ARTICLE V
MANAGEMENT

The limited liability company is to be managed by the members and the names and addresses of each of the managing members are as follows:

Richard C. Rathke
P.O. Box 3351
Tequesta, Florida 33469

H. Gearl Gore
610 Xanadu Place
Jupiter, Florida 33477

Lennart Lindahl
41 Saddle Back Road
Tequesta, Florida 33469

ARTICLE VI
ADMISSION OF ADDITIONAL MEMBERS

The limited liability company has three members. No additional members can be admitted without the consent of all of the members at the time that admission is sought.

ARTICLE VII
MEMBERS RIGHTS TO CONTINUE BUSINESS

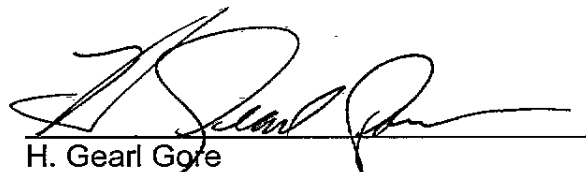
The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the liability company, shall be:

Within 90 days after the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event which terminates continued membership of a member, all members may agree in writing to continue the business of the limited liability company and to the appointment of one or more additional members, if necessary or desired.

ARTICLE VIII
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of the limited liability company certifies:

- 1) the above-named limited liability company has at least one member.
- 2) the total amount of cash contributed by the member(s) is One Thousand Dollars (\$1,000.00),
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$00.00.
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is One Thousand Dollars (\$1,000.00).


H. Gearl Gore

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In accordance with §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)

H. GEARL GORE
Printed/typed name of signatory

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF §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 Maplewood Investors,
2. The name and the Florida address of the registered agent is:

H. Gearl Gore
610 Xanadu Place
Jupiter, Florida 33477

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Having been named as registered agent and to accept service of process for the above-named limited liability company, at the place designated in this Certificate, I hereby 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.

Date: March 16, 1999

[Signature]
H. Gearl Gore, Registered Agent

STATE OF FLORIDA:
COUNTY OF PALM BEACH:

The foregoing instrument was acknowledged before me this 16th of March, 1999, by H. Gearl Gore, who [] is known to me or [] has produced _____ as identification and did not take an oath.

[Signature]
Notary Public D.R. Girvin
My Commission Expires: 2/12/2003
Commission No. CC808453

