

8/26/97

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FROM: EDWARDS & ANGELL
CONTACT: REBECCA F BLACK
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NAME: HATFIELD L.C.

AUDIT NUMBER.....H97000014115

DOC TYPE.....LIMITED LIABILITY AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

CERT. COPIES.....1

DEL.METHOD.. FAX

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*Amended
Restated w/ Aff. of
Contrib.*

8-27-97

Dr

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AMENDED AND RESTATED ARTICLES OF ORGANIZATION
OF
HATFIELD L.C.

Pursuant to the provisions of Section 608.411, the undersigned Limited Liability Company hereby adopts the following Amended and Restated Articles of Organization, which supersede the Limited Liability Company's original Articles of Organization filed January 4, 1989.

ARTICLE I. NAME

The name of the Limited Liability Company shall be Hatfield L.C.

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 5301 South Dixie Highway, West Palm Beach, Florida 33405.

The street address of the registered office of the corporation is 5301 South Dixie Highway, West Palm Beach, Florida 33405, and the name of the registered agent of the Limited Liability Company at that address is Robin Akdeniz.

ARTICLE III. TERM OF EXISTENCE

This Limited Liability Company is to exist perpetually.

ARTICLE IV. MANAGEMENT

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

Yujel Akdeniz
5301 South Dixie Highway
West Palm Beach, Florida 33405

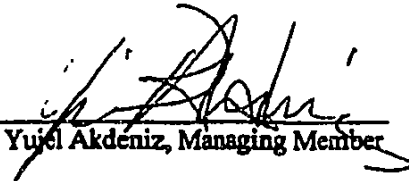
Colette O. de Labry, Esq. (Florida Bar #874698)
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Palm Beach FL 33480
(561) 833-7700

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
OF
HATFIELD L.C.

The undersigned member or authorized representative of a member of Hatfield L.C. deposes and says:

- 1) The above-named Limited Liability Company has at least two members.
- 2) The total amount of cash contributed by the member(s) is \$1,000
- 3) If any, the agreed value of property other than cash contributed by member(s) is \$44,000
Such property consists of oriental carpets.
- 4) The total amount of cash or property anticipated to be contributed by member(s) is \$45,000
This total includes amounts from 2 and 3 above.


Yujel Akdeniz, Managing Member

Signature of a member or 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.)