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JAMES E. WEBER
PROFESSIONAL ASSOCIATION

JAMES E. WEBER
FLORIDA BAR # 085584
TELEPHONE (561)832-2266

SUITE 502 FLAGLER CENTER 501 SOUTH FLAGLER DRIVE WEST PALM BEACH, FLORIDA 33401

00189-02827-00676-00671

April 14, 2000

Via Federal Express

Registration Section Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399

Re: FW Properties, LLC

100003211451--3 -04/17/00--01125--017 ****100.00 ****100.00

W-10338

100003211451--3 -04/20/00--01113--006 ******30.00 ******30.00

Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Organization for Florida Limited Liability Company of FW Properties, LLC. Please date stamp and return the copy of the articles and return same along with the letter of acknowledgment.

I have enclosed a check in the amount of \$100.00 to cover the filing fee.

Thank you for your attention to this matter.

Sincerely,

James E. Weber

JW:ri Enclosures DO APR 17 PH L: 11

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

FW Properties, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

501 South Flagler Drive, Suite 502 Flagler Center West Palm Beach, Florida 33401

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

James E. Weber	
Name 501 South Flagler Drive,	Suite 502
Florida street address (P.O. Box Now Palm Beach FL	OT acceptable) 33401
City, State, and Zi	n

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further 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 as provided for in Chapter 608, F.S..

Registered Agent's Signature

Article IV - Management (Check box if applicable.)

[X] The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

James E. Weber

Typed or printed name of signee

FILING FEES:

\$ 100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (OPTIONAL)

\$ 5.00 Certificate of Status (OPTIONAL)

DIVISION OF CORPURATIONS

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