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LAW OFFICES
LINSKY AND LINSKY

1509-B SUN CITY CENTER PLAZA
SUN CITY CENTER, FLORIDA 33573
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TAMPA, FLORIDA 33606
(813) 251-5197
FAX (813) 254-6744

May 23, 2000

REPLY TO: Sun City Center

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

MJH

Subject: 3DR Properties, L.L.C.

8000003269098--6
-05/26/00--01101--010
****160.00 ****160.00

Dear Sirs:

Enclosed is an original and one (1) copy of the Articles of Organization for the above proposed limited liability company, together with a check in the amount of \$160.00, which includes the following items:

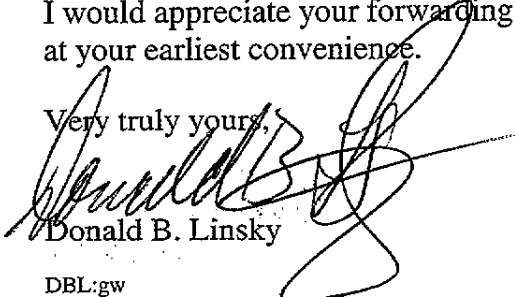
Filing Fee:	\$100.00
Resident Agent Fee:	\$ 25.00
Certified Copy:	\$ 30.00
Certificate of Status	\$ 5.00
Total:	\$160.00

FROM: Linsky and Linsky, P.A.
1509 Sun City Center Plaza
Suite B
Sun City Center, Florida 33573

RECEIVED
DIVISION OF CORPORATIONS
00 MAY 26 PM 3:55

I would appreciate your forwarding the certified copy to us at our Sun City Center address at your earliest convenience.

Very truly yours,


Donald B. Linsky

DBL:gw
enclosures

A:3DR.letter.1

ARTICLES OF ORGANIZATION
OF
3DR PROPERTIES, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the Limited Liability Company is: 3DR Properties, L.L.C. ("Company").

ARTICLE II -- ADDRESS

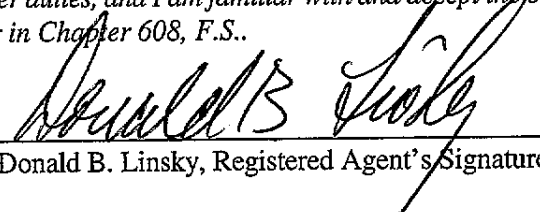
The mailing address and street address of the principal office of the Limited Liability Company is:
1509 Sun City Center Plaza, Suite B, Sun City Center, Florida 33573.

ARTICLE III -- REGISTERED AGENT, REGISTERED OFFICE AND REGISTERED AGENT'S SIGNATURE

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

Donald B. Linsky
1509 Sun City Center Plaza, Suite B
Sun City Center, Florida 33573

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 his or her duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..


Donald B. Linsky, Registered Agent's Signature

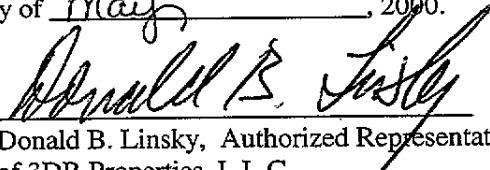
ARTICLE IV -- Management

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

ARTICLE V -- DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Sun City Center, Florida, on this 23 day of May, 2000.


Donald B. Linsky, Authorized Representative
of 3DR Properties, L.L.C.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
001 MAY 26 PM 3:55