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SIEGEL, GREENFIELD, HAYES & GROSS P.L.C.

ATTORNEYS AND COUNSELORS AT LAW

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June 8, 2000

Federal Express

Registration Section Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399 600003292766----06/09/00--01068--005 ****125.00 ****125.00

Re: Ocean Dunes Apartments, L.L.C.

Dear Sir/Madam:

Enclosed for filing please find fully executed Articles of Organization for Ocean Dunes Apartments, L.L.C. along with a check made payable to the Florida Department of State in the amount of \$125.00 representing the applicable filing fees. Please file in your usual manner and return the letter of acknowledgment to the undersigned.

Thank you for your attention to this matter, and if you have any questions, please call me at 248/263-3535.

Very truly yours,

SIEGEL/GREENFIELD, HAYES & GROSS PI

Robert A. Gross

RAG:sh Enclosures cc: Mr. Joe Ott

6/12

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

OCEAN DUNES APARTMENTS, L.L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 20 Sunderland Drive, Morristown, NJ 07960

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

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

Marjorie J. Jenkins
Name
100 S.W. 11th Avenue
Florida street address (P.O. Box NOT acceptable) Boca Ration pr 33486
Boca Raton FL 33486
City. State, and Zip

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..

Registerell Agent's Signature Article IV - Management (Check box if applicable.) 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.)

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)