



THE UNITED STATES CORPORATION COMPANY

000000007251

ACCOUNT NO. : 072100000032  
REFERENCE : 738865 7108498  
AUTHORIZATION : Patricia Pujute  
COST LIMIT : \$ 125.00

ORDER DATE : June 21, 2000  
ORDER TIME : 11:05 AM  
ORDER NO. : 738865-005  
CUSTOMER NO: 7108498

500003299705-3

CUSTOMER: Richard J. Alan Cahan, Esq  
BECK & POLIAKOFF, P.A.  
BECK & POLIAKOFF, P.A.  
Suite 100  
5201 Blue Lagoon Drive  
Miami, FL 33126

DOMESTIC FILING

NAME: D & N REAL ESTATE HOLDINGS,  
L.L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
 PLAIN STAMPED COPY  
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight- EXT. 1156  
EXAMINER'S INITIALS:

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

00 JUN 21 PM 1:41

RECEIVED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 JUN 21 PM 2:55

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**Articles of Organization  
for  
D & N REAL ESTATE HOLDINGS, L.L.C.**

The undersigned person, acting as the organizer of a limited liability company under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization:

1. **Name.** The name of this limited liability company is "D & N REAL ESTATE HOLDINGS, L.L.C." ("Company").
2. **Duration.** The Company's period of duration shall be perpetual from the date of the filing of these Articles of Organization with the Florida Secretary of State, unless sooner dissolved by the members or as provided by statute.
3. **Purpose.** The Company is organized to conduct all lawful purposes allowed under the Florida Limited Liability Company Act.
4. **Principal Place of Business.** The mailing and street address of its initial principal place of business is:

7343 Ballantrae Court  
Boca Raton, Florida 33496-1423

5. **Registered Agent and Office.** The name and address of its registered agent whose "Consent to Appointment as Registered Agent" is included with these Articles,

RICHARD J. ALAN CAHAN, ESQ., Esq.  
Becker & Poliakoff, P.A.  
5201 Blue Lagoon Drive, Suite 100  
Miami, FL 33126-2065

The address of its registered office is:

5201 Blue Lagoon Drive, Suite 100  
Miami, FL 33126-2065

6. **Capitalization.** The capital contribution of its single member has a value of \$1,000.00.
7. **Additional Capital Contributions of Members.** Additional capital contributions may be contributed only upon the unanimous vote of the members, and no additional capital contribution will ever be required at the request of non-member third parties.
8. **Admission of Additional Members.** Additional members may be admitted only upon such terms as are unanimously agreed to by all members pursuant to the applicable provisions in the Operating Agreement.

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9. **Continuity.** The members have the right to continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or occurrence of any other event which terminates the continued membership of a member in the Company. Continuation may occur only pursuant to the terms of the Operating Agreement and with the unanimous vote of the members.
10. **Management.** The business of the Company shall be managed by one or more managers and is, therefore, a manager-managed company. The name and mailing address of the initial Managing Director of the Company is:

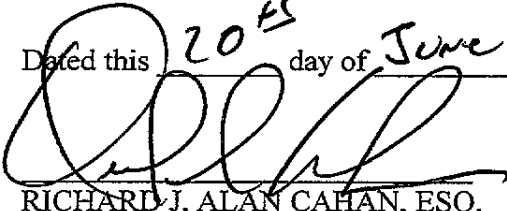
Ronald Sedley  
7343 Ballantrae Court  
Boca Raton, Florida 33496

11. **Initial Members.** The name and address of the initial single member of the Company are as follows:

Ronald Sedley  
7343 Ballantrae Court  
Boca Raton, Florida 33496

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Dated this 20<sup>th</sup> day of June, 2000.



RICHARD J. ALAN CAHAN, ESQ.  
as an authorized Representative  
of the single member

State of Florida                    )  
  ) ss  
County of Miami-Dade            )

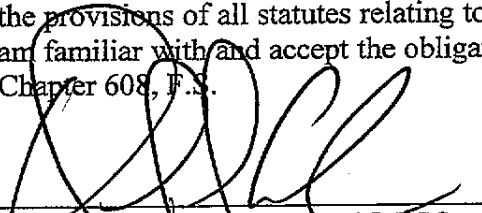
The foregoing Articles of Organization were acknowledged before me this 20<sup>th</sup> day of June, 2000, by Richard J. Alan Cahan, Esq., as an authorized Representative of the single member, who has produced his passport for identification.

Sonia Harris  
Notary Public  
Name of Notary: Sonia Harris  
My Commission expires: \_\_\_\_\_

OFFICIAL NOTARY SEAL  
SONIA HARRIS  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC586523  
MY COMMISSION EXP. OCT. 5, 2000

**Consent to Appointment as Registered Agent**

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles, 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.



RICHARD J. ALAN CANAN, ESQ.,  
as Registered Agent

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