



THE UNITED STATES
CORPORATION
COMPANY

L0000000/41942

ACCOUNT NO. : 072100000032

REFERENCE : 917672 169624B

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : December 4, 2000

ORDER TIME : 2:58 PM

ORDER NO. : 917672-010

CUSTOMER NO: 169624B

CUSTOMER: Ms. Joanne Gannon
Buckingham Doolittle &
Burroughs
Suite 480
2500 N. Military Trail
Boca Raton, FL 33431

500003485415--3
-12/05/00--01003--002
****320.00 ****160.00

DOMESTIC FILING

NAME: HEP-11-CLER 2, L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 DEC -4 AM 8:18

APPROVED
AND
FILED

JB
12500

RECEIVED

00 DEC -4 PM 3:56

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

HEP-11-CLER 2, L.C.

ARTICLE I – Name:

The name of the Limited Liability Company is: HEP-11-CLER 2, L.C.

ARTICLE II – Address:

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

c/o Halvorsen Development Corp.
33 S.E. 4th Street, Suite 100
Boca Raton, FL 33432
Attention: Jeffrey T. Halvorsen, President.

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

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

Jeffrey T. Halvorsen
c/o Halvorsen Development Corp.
33 S.E. 4th Street, Suite 100
Boca Raton, FL 33432

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.

Jeffrey T. Halvorsen
Registered Agent's Signature

IN WITNESS WHEREOF, the undersigned managing member of HEP-11-CLER 2, L.C. has executed these Articles of Organization of HEP-11-CLER 2, L.C. this 29th day of November 2000.

By: Jeffrey T. Halvorsen, President
HALVORSEN HOLDINGS, INC.
a Florida corporation

00 DEC -4 AM 8:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED