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LAW OFFICES  
GROSSBERG, YOCHELSON, FOX & BEYDA, LLP

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SUITE 675

WASHINGTON, D.C. 20036-4907

December 8, 2000

Via Federal Express

TELEPHONE  
202 296-9696  
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SOLOMON GROSSBERG (1905-1994)  
IRVING B. YOCHELSON (1906-1983)

C. RICHARD BEYDA  
LAWRENCE A. MILLER  
GERALD P. GROSSBERG  
STEVEN G. FRIEDMAN  
RICHARD F. LEVIN  
LINTON W. HENCERER  
BRETT D. ORLOVE  
BRUCE C. JOHNSON  
MICHAEL D. RAVITCH  
MARY SCHNEIDER CHYUN

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

Re: Articles of Organization  
F.F. Vero Beach, LLC

000003496060  
-12/11/00-01149-018  
\*\*\*125.00 \*\*\*125.00

Dear Sir or Madam:

Enclosed for filing are Articles of Organization for the referenced limited liability company and a check in the amount of \$125.00 for the filing fees.

Please file the enclosed Articles of Organization and return evidence of such filing to the undersigned. Should you have any questions regarding this matter, please call me at (202)296-9696.

Very truly yours, ..

  
Michael D. Ravitch

Enclosures  
cc: Robert I. Kling

RF  
L-15527

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION  
OF  
F.F. VERO BEACH, LLC

Pursuant to Chapter 608 of the Florida Statutes, the undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I: The name of the Limited Liability Company is "F.F. Vero Beach, LLC".

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

c/o F.F. South & Company, Inc.  
6001 Vineland Road, Suite 111  
Orlando, Florida 32819

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

CT Corporation System  
1200 South Pine Island Road  
Plantation, Florida 33324

*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..*

CT CORPORATION SYSTEM

By: \_\_\_\_\_

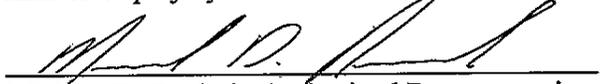
Name: Richard McEver

Title: V.P.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

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.

  
\_\_\_\_\_  
Michael D. Ravitch, Authorized Representative