

L01000000513

CSC
1201 HAYS STREET
TALLAHASSEE, FL 32301

CONTACT: Sandy Mathis ext: 1165

ACCOUNT #: 072100000032

REF#: 959983 /as

AUTHORIZATION:

Patricia Pyzdek

COST LIMIT: 155.00

600003531576-15

ORDER DATE: 1/10/01

ENTITY NAME: DEN Realty Holdings No. 2, L.L.C.

DOMESTIC FILING

FOREIGN FILING

----- ARTICLES OF INCORPORATION

----- CERTIFICATE OF LIMITED PARTNERSHIP

----- QUALIFICATION

CERTIFICATE OF LLC

----- ARTICLES OF AMENDMENT

----- STAMPED COPY

CERTIFIED COPY

----- CERTIFICATE OF GOOD STANDING

PLEASE RETURN

APPROVED
AND
FILED

01 JAN 10 PM 3:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

01 JAN 10 PM 1:40

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

*WB
F-10-01*

**Articles of Organization
for
D & N REALTY HOLDINGS NO. 2, 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 REALTY HOLDINGS NO. 2, 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, is:

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:

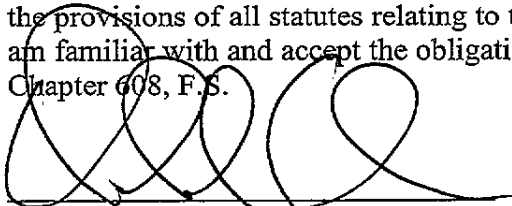
5201 Blue Lagoon Drive, Suite 100
Miami, FL 33126-2065

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.

APPROVED
AND
FILED
JUN 10 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 CAHAN, ESQ.,
as Registered Agent

265231_1.DOC

APPROVED
AND
FILED
01 JAN 10 PM 3: 27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA