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FLORIDA DIVISION OF CORPORATIONS
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DEPARTMENT OF STATE

200 E BROWARD BLVD

STATE OF FLORIDA

PO BOX 1900

409 EAST GAINES STREET

FT LAUDERDALE FL 33302-

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: LIMITED LIABILITY COMPANY

NAME: COQUINA GREEN, L.C.

FAX AUDIT NUMBER: H95000011707

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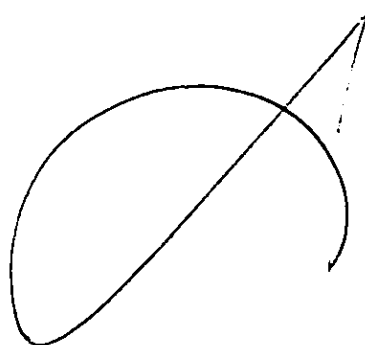
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** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TARY OF STATE SECRETARY OF STATE
ASSEE, FLORIDA MAIL ROOM

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**ARTICLES OF ORGANIZATION OF
COQUINA GREEN, L.C.**

The undersigned, desiring to form a limited liability company for the purposes set forth herein and in conformance with the Florida Limited Liability Company Act, does hereby establish the following:

1. **Name.** The name of the limited liability company is Coquina Green, L.C. (the "Company").
2. **Duration.** The period of duration of the Company is thirty (30) years from the date of filing hereof with the Florida Secretary of State, unless sooner dissolved as provided by statute.
3. **Principal Place of Business.** The address of the Company's principal place of business is c/o William F. Leonard, 4875 North Federal Highway, 10th Floor, Fort Lauderdale, Florida 33308.
4. **Registered Agent and Office.** The name and address of the Company's initial registered agent in the State of Florida, whose Certificate of Designation and Acceptance of Registered Agent accompanies these Articles, is William F. Leonard, 4875 North Federal Highway, 10th Floor, Fort Lauderdale, Florida 33308.
5. **Management.** The business of the Company shall be conducted by the majority vote of the Members. The managing members of the Company and their addresses are as follows:

William F. Leonard	P. O. Box 11025 Fort Lauderdale, Florida 33339-1025
A. D. Harrington	1700 S.E. 10th Street Fort Lauderdale, Florida 33316
Welcom H. Watson	P. O. Box 21548 Fort Lauderdale, Florida 33335-1548
James J. Linus	1051 South Federal Highway Fort Lauderdale, Florida 33316
Ferrero, Middlebrooks Profit Sharing Plan	707 Southeast Third Avenue Fort Lauderdale, Florida 33301

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Edward L. Middlebrooks

707 Southeast Third Avenue
Fort Lauderdale, Florida 33301

Ray Ferrero, Jr.

707 Southeast Third Avenue
Fort Lauderdale, Florida 33301

Burdine Family Partnership
c/o J. Edward Houston

1100 N.E. 7th Avenue
Suite "B"
Dania, Florida 33004

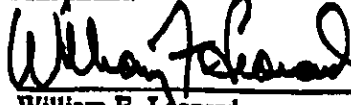
R. Emmett McTigue

P. O. Box 030248
Fort Lauderdale, Florida 33303

6. Admission of Additional Members. Additional members will be admitted only upon such terms as are unanimously agreed to by all members entitled to a dividend upon dissolution or liquidation or as otherwise provided in the Regulations adopted by the members of the Company (hereinafter referred to as the "Regulations").
7. Continuity. The remaining members of the Company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in this Company as provided in the Regulations.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 18th day of October, 1995.

MEMBER:



William F. Leonard

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(305) 764-6660

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**CERTIFICATE OF DESIGNATION AND
ACCEPTANCE OF REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for Coquina Green, L.C., at the place designated herein, the undersigned hereby agrees to act in this capacity, and the undersigned further acknowledges and agrees that he is familiar with, and accepts the obligations of being named Registered Agent.

DATED this 18th day of October, 1995.


William F. Leonard

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(305) 764-6660

H95000011707

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned, William F. Leonard, of Coquina Green, L.C. deposes and says:

1. The above-named limited liability company has at least two (2) Members;
2. The total amount of cash contributed and anticipated to be contributed by the Members is their respective legal and beneficial interests in and to a certain real property described on Exhibit A attached hereto, which has a value of: \$160,800.. The respective percentage contribution of each Member is as follows:

William F. Leonard	-	10.00%
A. D. Harrington	-	10.00%
Welcom H. Watson	-	3.75%
James H. Linus	-	7.50%
Ferrero, Middlebrooks	-	3.75%
Profit Sharing Plan		
Edward L. Middlebrooks	-	2.50%
Ray Ferrero, Jr.	-	2.50%
Burdine Family Partnership		
c/o J. Edward Houston	-	5.00%
Remmett McTigue	-	55.00%


William F. Leonard

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TALLAHASSEE, FLORIDA

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EXHIBIT A

Real Property

LEGAL DESCRIPTION

The North one-half (N1/2) of the North one-half (N1/2) of Tract 11, the North one-half (N1/2) of the North one-half (N1/2) of Tract 12, less the East 180 feet thereof and all of Tract 13, all in the Southwest one-quarter (SW1/4) in Chambers Land Company's Subdivision of Section 4, Township 31 South, Range 40 East, Broward County Florida, Plat Book 1, Page 58, Broward County Records, Less the Right-of-Way for Dykes Road. (8.04 Acres) more or less.

FILED
95 OCT 19 PM 1:57
SECTION 4, STATE
TALLAHASSEE, FLORIDA

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(305) 764-6660

FILE NOW: Fee after May 1, will be \$263.75

**LIMITED LIABILITY COMPANY
ANNUAL REPORT
1996**



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED

96 MAR -4 PM 8:37

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

FILING FEE
\$ 238.75
Annual Report \$168.00 + \$138.75 Corporation Supplemental Fee
Make Check Payable To: **FLORIDA DEPARTMENT OF STATE**

1. Name and Mailing Address
of Limited Liability Company
DOCUMENT #L95000000788

**COQUINA GREEN, L.C.
4875 NORTH FEDERAL HIGHWAY
10TH FLOOR
FT. LAUDERDALE FL 33308**

1a. Principal Place of Business Address
**4875 NORTH FEDERAL HIGHWAY
10TH FLOOR
FT. LAUDERDALE FL 33308** *de 315*

If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a.

2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	3a. State of Formation
Suite, Apt. #, etc.		Suite, Apt. #, etc.		10/19/1995	FL
City & State		City & State		4. FEI Number	<input type="checkbox"/> Applied For <input checked="" type="checkbox"/> Not Applicable
Zip	Country	Zip	Country	5. Date of Last Report	6. Certificate of Status Desired

7. Name and Address of Current Registered Agent

**LEONARD, WILLIAM F
4875 NORTH FEDERAL HIGHWAY
10TH FLOOR
FT. LAUDERDALE FL 33308**

8. Name and Address of New Registered Agent

Name
Street Address (P.O. Box Number is Not Acceptable)
Suite, Apt. #, etc.
City
Zip Code
State

9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.

SIGNATURE

William F. Leonard

DATE

2/29/96

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	LEONARD, WILLIAM F	P.O. BOX 11025 N/A	FT. LAUDERDALE FL
MGRM	HARRINGTON, A D	1700 S.E. 10TH STREET	FT. LAUDERDALE FL
MGRM	WATSON, WELCOM H	1051 S. FEDERAL HIGHWAY	FT. LAUDERDALE FL
MGRM	FERRERO, MIDDLEBROOKS	707 S.E. THIRD AVE.	FT. LAUDERDALE FL

11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3) (k), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes; and that my name appears in Block 10, or on an attachment with an address.

SIGNATURE:

William F. Leonard

2/29/96

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER

Date

Daytime Phone #