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L960000000080

December 11, 1995

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

300001661683
-12/14/95--01053--002
***250.00 ***250.00

RE: Organization of Coconut Creek Associates II, L.C.

300001661683
-12/14/95--01053--003
*****37.50 *****37.50

Dear Sir or Madam:

Enclosed please find the Articles of Organization of the captioned limited liability company, and two checks payable to the Secretary of State in the amount of \$250.00, representing the fees for organization, and \$37.50, representing the fee for the registered agent of the limited liability company.

Please return a stamped copy of the Articles of Organization to the undersigned at the above address. I am enclosing a self-addressed envelope for your convenience.

Very truly yours,



AXEL HEYDASCH
Attorney-at-law

FILED
JAN 17 PM 5:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AH:ms

Enclosures

W95-24564
affid

F. CHESSER

JAN 22 1996



FLORIDA DEPARTMENT OF STATE

Sanctus B. Mortham
Secretary of State

December 18, 1995

AEL HEYDASCH ESQUIRE
FRIEDMAN & HEYDASCH PA
100 N BISCAYNE BLVD 30TH FLOOR
MIAMI, FL 33132

SUBJECT: COCNUIT CREEK ASSOCIATES II, L.C.
Ref. Number: W95000024564

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95 JAN 17 PM 5:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for COCNUIT CREEK ASSOCIATES II, L.C. and your check(s) totaling \$287.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

Section 608.407, Florida Statutes, requires the affidavit be executed by at least one member or the authorized representative of a member.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 395A00054513

ARTICLES OF ORGANIZATION
OF
COCONUT CREEK ASSOCIATES II, L.C.

The undersigned Incorporator hereby forms a Limited Liability Company under Chapter 608 of the laws of the State of Florida.

ARTICLE I

The name of this Limited Liability Company shall be: **Coconut Creek Associates II, L.C.**

ARTICLE II

This Limited Liability Company shall exist for a period of forty years.

ARTICLE III

This Limited Liability Company is created for any lawful business purpose, except that special statutes for the regulation and control of specific types of business shall control when in conflict herewith.

The members may continue the business of this Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member.

ARTICLE IV

The initial place of business of this Limited Liability Company shall be 100 North Biscayne Boulevard, 30th Floor, Miami, Florida 33132 and/or such other place or places as the members from time to time may determine. The initial registered agent of the Limited Liability Company shall be **Axel Heydasch**.

The initial registered office address shall be: **Friedman & Heydasch, P.A.**
100 Biscayne Boulevard
30th Floor
Miami, Florida 33132

ARTICLE V

The minimum number of Members of this Limited Liability Company shall be two at all times. The initial number of members of this Limited Liability Company is two. Additional members to this Limited Liability Company may be admitted by the unanimous consent of the existing members.

ARTICLE VII

The initial amount of capital contributions is \$1,000.00 in cash which will be contributed by the members.

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JAN 17 PM 5:42
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII

The Limited Liability Company will be managed by two Managers. Their names and address are:

Dr. Günter Lauenstein
100 North Biscayne Blvd., 30th Floor
Miami, Florida 33132

Horst Möller
100 North Biscayne Blvd., 30th Floor
Miami, Florida 33132

ARTICLE IX

The Limited Liability Company does hereby indemnify each of the Managers for any of their conduct on behalf of or related to their duties as managers or of the Limited Liability Company and holds them harmless for any acts on behalf of or in connection with their services for the Limited Liability Company.

IN WITNESS WHEREOF, THE PARTY HERETO HAS EXECUTED THESE ARTICLES OF ORGANIZATION.


AXEL HEYDASCH, Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 11 day of December, 1995, by AXEL HEYDASCH, who personally appeared before me, and who is personally known to me, and who did take an oath.


NOTARY PUBLIC, STATE OF FLORIDA
Print Name: Mabel Saborido

My Commission expires:



MABEL SABORIDO
My Commission CC420812
Expires Nov. 15, 1998
Bonded by HAI
800-422-1555


WRITTEN ACCEPTANCE BY AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OR PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY, AT THE REGISTERED OFFICE DESIGNATED IN THE CERTIFICATE SET FORTH ABOVE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER STATE THAT I AM FAMILIAR WITH AND ACCEPT AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES AND THIS POSITION.


AS REGISTERED AGENT FOR:
COCONUT CREEK ASSOCIATES II, L.C.

STATE OF FLORIDA)
) SS:
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 11 day of DECEMBER, 1995, by Axel Heckscher, who personally appeared before me, who is personally know to me, and who did take an oath.


NOTARY PUBLIC, STATE OF FLORIDA
Print Name: Mabel Saborido

My Commission expires:



MABEL SABORIDO
My Commission CC420812
Expires Nov. 15, 1998
Bonded by HAI
800-422-1588

AFFIDAVIT

In compliance with Florida Statutes Section 608.407(2), the undersigned member or authorized representative of a member of Coconut Creek Associates II, L.C. deposes and says:

1. The limited liability company identified above has at least two members.
2. The total amount of cash contributed by the members is \$ 1,000.00 H.A.
3. If any, the agreed value of property other than cash contributed by the members is \$ N/A H.A.
4. The total amount of cash or property anticipated to be contributed by the members is \$ 99,000.00 H.A. This total includes the amounts from 2 and 3 above.

[Signature]
Horst Möller, as President of Florida
Hanseatic Homes, Inc., a Florida corporation,
Member & President

STATE OF FLORIDA)
)S.S.
COUNTY OF PALM BEACH)

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96 JAN 17 PM 5:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Horst Möller, who is personally known to me or who has produced a German Passport No.: 1299269952 as identification as the person described in and who has executed the foregoing instrument and acknowledged before me that he executed the same and did take an oath.

WITNESS my hand and official seal in the County and State aforesaid this 12th day of January, 1996.

My Commission expires:

Randall Webster

Printed Name

Notary Public, State of Florida at Large



RANDALL WEBSTER
MY COMMISSION # CC458626 EXPIRES
May 3, 1996
BONDED THRU TROY FAIR INSURANCE, INC.

[Signature]