

L 96000000172
Memorial Park of Boca Raton FILED

4103 North Military Trail
Boca Raton, Florida 33431

96 FEB -8 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 7, 1996

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida

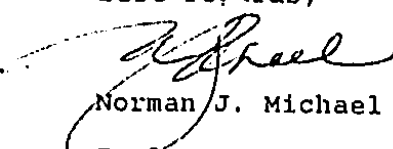
RE: Memorial Development Company, L.C.

To Whom It May Concern:

Please find enclosed an original and one (10 copy of the Articles of Organization for the above referenced company along with our check in the amount of \$293.75 for the filing fee, registered agent designation and certificate.

We have also enclosed a self addressed, stamped return envelope for your use due to the fact that we wish to receive our Registered Articles back as soon as possible. If you would be so kind as to process these Articles at your earliest possible convenience it would be greatly appreciated.

Best regards,


Norman J. Michael

Enclosures

NJM/dlh

100001710831
-02/08/96--01107--001
****293.75 ****285.00
293.75

JK
2/12/96

Telephone (407) 547-9407 • Fax (407) 547-9406
Mailing Address - 1337 North Dixie Highway, Lake Worth, Florida 33460

ARTICLES OF ORGANIZATION

OF

MEMORIAL DEVELOPMENT COMPANY, L.C.

FILED
96 FEB -8 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to the Articles of Organization hereby associate themselves together to form a Limited Liability Company under the laws of the State of Florida.

ARTICLE I. NAME

The name of the company is
MEMORIAL DEVELOPMENT COMPANY, L.C.

ARTICLE II. ADDRESS

The initial post office address and mailing address of this company in the State of Florida is:

1337 N. Dixie Highway
Lake Worth, Florida 33460

The Managers may, from time to time, move the principal office to any other address.

ARTICLE III. DURATION

This company shall exist perpetually.

ARTICLE IV. MANAGEMENT

This company shall have two Members.

The names and post office address of the Members
are:

- 1) Memorial Park of Boca Raton, Inc.
1337 N. Dixie Highway
Lake Worth, Florida 33460
- 2) Industrial Business Services, LTD.
C/O Roger L. Clark
0-155 44th Street
Grandville, Michigan 49418

ARTICLE V. - REGISTERED AGENT

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits that the registered agent of this company in the State of Florida is:

Norman J. Michael
1337 N. Dixie Highway
Lake Worth, Florida 33460

ARTICLE VI. AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Members.



MEMORIAL PARK OF BOCA RATON, INC.
NORMAN J. MICHAEL, President



INDUSTRIAL BUSINESS SERVICES, LTD.
ROGER L. CLARK, MANAGING DIRECTOR

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day before me, a

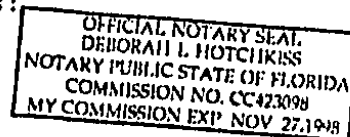
Notary Public duly authorized in the State and County named above to take acknowledgments personally appeared Norman J. Michael, who is personally known to me to be the person described as subscribers in who executed the foregoing Articles of Organization, and acknowledged before me that he subscribed to those Articles of Organization.

WITNESS my hand and official seal in the County and State named above this 1st day of February, 1996.

Deborah L. Hotchkiss
DEBORAH L. HOTCHKISS
Notary Public

My Commission Expires:

STATE OF MICHIGAN
COUNTY OF KENT



I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments personally appeared Roger L. Clark, who is personally known to me to be the person described as subscribers in who executed the foregoing Articles of Organization, and acknowledged before me that he subscribed to those Articles of Organization.

WITNESS my hand and official seal in the County and State named above this 5th day of February, 1996.

Peter Kladder III
PETER KLADDER III
Notary Public

My Commission Expires: 9/12/99

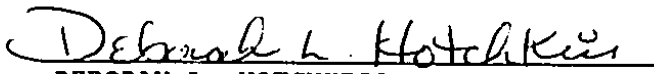
Having been named as registered agent and to accept service of process for MEMORIAL DEVELOPMENT COMPANY, L.C., A Florida Limited Liability Company, at the place designated in the Articles of Organization, I, Norman J. Michael, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


NORMAN J. MICHAEL

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements personally appeared Norman J. Michael, who is personally known to me as the person described as subscriber who executed the foregoing Registered Agent Statement and acknowledged before me that he agreed to the acceptance of Registered Agent.

WITNESS my hand and official seal in the County and State named above this 1st day of February, 1996.


DEBORAH L. HOTCHKISS
Notary Public

My Commission Expires:

OFFICIAL NOTARY SEAL DEBORAH L. HOTCHKISS NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC423098 MY COMMISSION EXP. NOV. 27, 1998

FILED

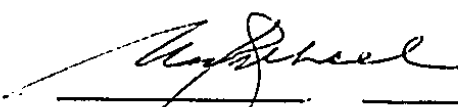
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

06 FEB -8 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned authorized representative of a Member of
MEMORIAL DEVELOPMENT COMPANY, L.C. deposes and says:

1. the above named Limited Liability Company has at least two members
2. the total amount of cash contributed by the members is..... \$ 6,000,000.
3. the agreed value of property other than cash contributed by members (a description of the property is attached and made a part hereto) is. \$ 6,000,000.
4. the amount of cash or property anticipated to be contributed by members is..... \$ 2,000,000.
5. the total amount of 2,3, and 4 is..... \$14,000,000.

In accordance with Section 608.4-8(3), Florida Statutes, I,
Norman J. Michael, as a Representative of a Member,
understand that the execution of this affidavit constitutes
an affirmation under the penalties of perjury that the facts
stated herein are true.



NORMAN J. MICHAEL

STATE OF FLORIDA
COUNTY OF PALM BEACH

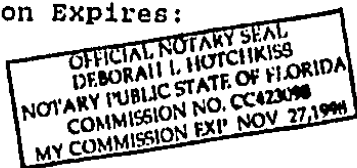
I HEREBY CERTIFY that on this day before me, a
Notary Public duly authorized in the State and County named
above to take acknowledgments personally appeared Norman J.
Michael, who is personally known to me to be the person

described as subscribers in who executed the foregoing
Affidavit of Membership and Contributions, and acknowledged
before me that this Affidavit is true and correct.

WITNESS my hand and official seal in the County and
State named above this 1st day of February, 1996.

Deborah L. Hotchkiss
DEBORAH L. HOTCHKISS
Notary Public

My Commission Expires:



PROPERTY CONTRIBUTION

PARCEL 1. That part of Section 11, Township 47 South, Range 42 East, Palm Beach County, Florida, described as follows:

Commence at the Southeast Corner of said Section 11; thence North along the East line of said Section 11, 3177.14 feet; thence N. 88 degrees 34' 45" W., 350.02 to the Point of Beginning; thence continue N. 88 degrees 34' 45" W., 1130.10 feet; thence North, 569.43 feet; thence S. 88 degrees 34' 45" E., 1130.10 feet; thence South 234.70 feet, thence S. 88 degrees 34' 45" E. 240.00 feet; thence n. 61 degrees 01' 39" E., 68.56 feet to a line 50.00 feet west of and parallel with the said East Line of Section 11 (said parallel line being the West right-of-way line of Military Trail, State Road 809); thence South, along said parallel line, 169.43 feet; thence N. 59 degrees 52' 20" W., 72.22 feet; thence N. 88 degrees 34' 45" W., 237.52 feet; thence South, 234.70 feet to the said Point of Beginning.

PARCEL 2. That part of Section 11, Township 47 South, Range 42, East, Palm Beach County, Florida, described as follows:

Commence at the Southeast Corner of said Section 11; thence North, along the East Line of said Section 11, 3177.14 feet; thence N. 88 degrees 34' 45" W., 50.02 to a line 50.00 feet west of and parallel with the said East Line of Section 11 (said parallel line being the West right-of-way line of Military Trail, State Road 809); thence North, along said parallel line, 369.43 feet to the Point of Beginning; thence continue North, along said parallel line, 200.00 feet; thence N. 88 degrees 34' 45" W., 300.00 feet; thence South 234.70 feet; thence S. 88 degrees 34' 45" E., 240.00 feet; thence N. 61 degrees 01' 39" E., 68.56 feet to the said Point of Beginning.

PARCEL 3. That part of Section 11, Township 47 South, Range 42, East, Palm Beach County, Florida, described as follows:

Commence at the Southeast Corner of said Section 11; thence North, along the East Line of said Section 11, 3177.14 feet; thence N. 88 degrees 34' 45" W., 50.02 to a line 50.00 feet west of and parallel with the said East Line of Section 11 (said parallel line being the West right-of-way line of Military Trail, State Road 809) and the Point of Beginning; thence continue N. 88 degrees 34' 45" W., 300.00 feet; thence North 234.70 feet; thence S. 88 degrees 34' 45" E., 237.52 feet; thence S. 59 degrees 52' 20" E., 72.22 feet to the said

line 50.00 feet west of and parallel with the said East Line of Section 11; thence South, along said parallel line and along the West right-of-way line Military Trail, 200 feet to the said Point of Beginning.