CORPORATION OUTPITS

RW:sl Enclosure BTOCK AND BOND CERTIFICATES MINUTE BOOKS, BRALB

M. BURR KEIM COMPANY

| 108 NORTH WATTS STREET | PHILADELPHIA, PA 10107-1003 | (218) 803-8113 | (FAX) (218) 977-0300 | (BOO-534-81) |

Office of the Secretary of State 409 East Gaines Street Tallahassee, FL 32301

1 0000017991911 -04/23/96--01173--002 ****293.75

RE: BYPDLEY REALTY COMPANY, L.C.

Ladies/Gentlemen:

Enclosed are Articles of Organization, Affidavit of Membership and Contributions and Certificate of Designation of Registered Agent/Office and our check in the amount of \$293.75 to cover the filing fees for the above proposed limited liability company.

Please expedite the filing and return the Certificate of Status to us as soon as possible.

Very truly yours,

M. BURR KEIM COMPANY

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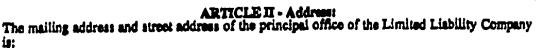
Robert Worthington

APR 2 9 1996.

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY State of the state

ARTICLE I - Name: The name of the Limited Liability Company is:

Byrdley Realty Company, L.C.



22580 Middletown Drive Boca Raton, FL 33428

ARTICLE III - Duration:
The period of duration for the Limited Liability Company shall be:

Perpetual

ARTICLE IV - Managements (check and complete the appropriate statement)

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

> Larry Frankel 22580 Middletown Drive Boca Raton, FL 33428

	The Limited Liabilit	y Company is to be manag	ed by the members and the name(s)
and add	ress(es) of the manag	ing member(s) is/ are:	

Byrdley Realty Company, L.C.

Attachment to Item 3 of the Affidavit of Membership and Contributions

Description of the Property

A 1% general partnership interest in Byrdley Realty Company, L.P.

AFTIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representat	live of a member of
Byrdley Realty 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 memb	per(s) is \$ 100.00
3) if any, the agreed value of property other than ca \$ 8,800,00 . A description of the proper	sh contributed by member(s) is sty is attached and made a part hereto.
4) the total amount of cash or property anticipated $\frac{8,900.00}{}$. This total includes amounts	to be contributed by member(s) is from 2 and 3 above.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608,415 or 608,507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OF-PICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

I. Th	e name of the limited liability company is:	C. and
	Byrdley Realty Company, L.C.	THE TO THE
. The ni	ame and address of the registered agent and office is:	SSET
	Larry Frankel	- 10
	(Name)	
	22580 Middletown Drive	V
	(P.O. Box and strepuble)	
	Boca Raton, FL 33428	

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 agent.

(Signature)

(Date)