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96 MAY -2 AM 9:19

SEC. STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 0221000000032

REFERENCE : 930936 816860

AUTHORIZATION :

Patricia Pyatt

COST LIMIT : \$ 337.50

ORDER DATE : MAY 1, 1996

ORDER TIME : 4:12 PM

ORDER NO. : 930936

100001804681

CUSTOMER NO: 816860

*W96-9445
629*

CUSTOMER: Mercedes Padin, Esq
KEITH MACK LEWIS COHEN &
LUMPKIN, P.A.
20th Floor
200 South Pine Avenue Boulevard
Miami, FL 33131

DOMESTIC FILING

NAME: TIFFANY INVESTMENTS, L.L.C.,
A LIMITED LIABILITY COMPANY

EFFECTIVE DATE:

XXX ARTICLES OF ORGANIZATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:

RECEIVED
96 MAY -2 AM 9:24
DIVISION OF CORPORATION

*TH
5-9-96*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 3, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: TIFFANY INVESTMENTS, L.C.
Ref. Number: W96000009445

RESUBMIT

Please give original
submission date as file date.

We have received your document for TIFFANY INVESTMENTS, L.C. and the authorization to debit your account in the amount of \$337.50. However, the document has not been filed and is being returned for the following:

Pursuant to section 608.409, Florida Statutes, the effective date specified in the Articles of Organization must be within 5 days of the date of filing for a prior effective date or no later than 90 days after the date of filing.

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) 487-6927.

Kathy Hyman
Document Specialist

Letter Number: 796A00021563

ARTICLES OF ORGANIZATION

OF

**TIFFANY INVESTMENTS, L.C.,
a limited liability company**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Each undersigned individual, being either a member or the authorized representative of a member, hereby presents these Articles of Organization to the Secretary of State of the State of Florida for the formation of a limited liability company under the laws of the State of Florida.

ARTICLE I.

The name of the limited liability company is TIFFANY INVESTMENTS, L.C.

ARTICLE II.

1. This limited liability company is to exist until December 31, 2026.
2. The existence of this limited liability company shall commence on the date these Articles are executed.

ARTICLE III.

The name of the initial registered agent and the street address of the initial registered office are as follows:

Registered Agent

Keith Grumer

Address of Registered Office

200 South Biscayne Boulevard,
20th Floor
Miami, Florida 33131

ARTICLE IV.

The initial Operating Agreement shall be adopted by the Members. Thereafter, the power to alter, amend, or repeal the Operating Agreement shall be vested in the members of the limited liability company in the manner set forth in the Operating Agreement.

ARTICLE V.

The Operating Agreement of this limited liability company contains provisions regarding:

1. The rights of the members to admit additional members and the terms and conditions of the admissions;
2. The rights of the remaining members of this limited liability company to continue the business of this limited liability company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, and any other event which terminates the continued membership of a member in this limited liability company.

ARTICLE VI.

The mailing address and the street address of the principal office of this limited liability company shall be as follows:

Street Address

1111 Central Florida Parkway
Orlando, Florida 32827

Mailing Address

1111 Central Florida Parkway
Orlando, Florida 32827

ARTICLE VII.

The business of this limited liability company is to be managed by the Members. The name and street address of the Managing Members are as follows:

Name

EDWARD M. SALOMON III

Street Address

1111 Central Florida Parkway
Orlando, Florida 32827

DAVID H. MILES

1111 Central Florida Parkway
Orlando, Florida 32827

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CLERK OF DISTRICT COURT
JUDGE: J. L. GORDON
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, each individual has hereunto executed these Articles of
Organization this May 7, 1996, at Orlando, Florida.

By: 
Keith Grumer, Authorized Representative

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE-STATED LIMITED LIABILITY COMPANY, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, THE UNDERSIGNED AGREES TO ACT IN THIS CAPACITY, AND
FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE
TO THE PROPER AND COMPLETE PERFORMANCE OF HIS DUTIES.

By: 
Keith Grumer Date

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
OF
TIFFANY INVESTMENTS, L.C.**

STATE OF FLORIDA)

) ss:

COUNTY OF DADE)

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CLERK OF DISTRICT COURT
MIAMI, FLORIDA

BEFORE ME, the undersigned, personally appeared EDWARD M. SALOMON, III, upon being duly sworn, certified as follows:

1. He is a member of TIFFANY INVESTMENTS, L.C.
2. TIFFANY INVESTMENTS, L.C. is a limited liability company which has at least two (2) members;
3. The amount of cash to be contributed by all of the members is \$100.00;
4. A description and agreed upon value of property contributed by the members is as follows:

DescriptionAgreed Upon Value

None

None

5. No additional cash to be contributed by any of the members.
6. A description and agreed upon value of additional property to be contributed by the members is as follows:

DescriptionAgreed Upon Value

None

None

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true to the best of my knowledge and belief.

Date: May 5, 1996 ___, 1996


EDWARD M. SALOMON, III

STATE OF FLORIDA)

) ss:

COUNTY OF)

The foregoing instrument was acknowledged before me this 23rd day of April, 1996, by EDWARD M. SALOMON, III a member of TIFFANY INVESTMENTS, L.C., a Florida limited liability company, on behalf of himself and the company. He is (check one) X personally known to me or has produced a as identification.

Susanne Marie Armentrout
(Signature of Person Taking Acknowledgment)

Susanne Marie Armentrout
(Name of Acknowledger Typed, Printed or Stamped)
(Title or Rank)
(Serial Number, if any)

Notary Public, State of Florida

My Commission Expires:



SUSANNE MARIE ARMENTROUT
My Commission CC804004
Expires Oct. 22, 1998

04/22/96\TIFFANY\EXCHANGE\ART-ORG.