

12-17-96 09:32PM

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12/17/96

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EDWARDS & ANGELL

ACCT#: 075410001517

CONTACT: REBECCA F BLACK

PHONE: (407)833-7700

FAX #: (407)655-8719

NAME: 1650 DUNLAWTON AVENUE, L.C.

AUDIT NUMBER.....H96000017598

DOC TYPE.....LIMITED LIABILITY COMPANY

CERT. OF STATUS..0 PAGES..... 3

CERT. COPIES.....1 DEL.METHOD.. FAX

EST.CHARGE.. \$337.50

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TO 19049224001

P002

FAX AUDIT #H96000017598

**ARTICLES OF ORGANIZATION
OF
1650 DUNLAWTON AVENUE, L.C.**

The undersigned subscriber to these Articles of Organization, a natural person competent to contract, hereby forms a Limited Liability Company under the laws of the State of Florida.

ARTICLE I. NAME

The name of the Limited Liability Company shall be 1650 Dunlawton Avenue, L.C.

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is c/o Edwards & Angell, 250 Royal Palm Way, Suite 300, Palm Beach, Florida 33480.

The street address of the initial registered office of the corporation is c/o Edwards & Angell, 250 Royal Palm Way, Suite 300, Palm Beach, Florida 33480, and the name of the initial registered agent of the Limited Liability Company at that address is Gregory E. Young.

ARTICLE III. TERM OF EXISTENCE

This Limited Liability Company is to exist perpetually.

ARTICLE IV. MANAGEMENT

The Limited Liability Company is to be managed by the members and the name and address of the managing member is:

1650 Dunlawton Avenue, Inc.
c/o Edwards & Angell
250 Royal Palm Way, Suite 300
Palm Beach, Florida 33480
Attn: Gregory E. Young

FAX AUDIT #H96000017598

Gregory E. Young
Florida Bar No. 876800
Edwards & Angell
250 Royal Palm Way, Ste. 300
Palm Beach FL 33480
(561) 833-7700

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FAX AUDIT #H96000017598

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
OF**

1650 DUNLAWTON AVENUE, L.C.

The undersigned member or authorized representative of a member of 1650 Dunlawton Avenue, 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 member(s) is \$1,000
- 3) If any, the agreed value of property other than cash contributed by member(s) is \$ 0
A description of the property is attached and made a part hereto.
- 4) The total amount of cash or property anticipated to be contributed by member(s) is \$ 0
- 5) The total amount of 2, 3 and 4 is \$1,000

1650 DUNLAWTON AVENUE, INC.,
a Florida corporation

By: 

Its: Secretary

Signature of a member or authorized representative of a member.
(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

12-17-96 09:32PM

TO 19049224001

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FAX AUDIT #H96000017598

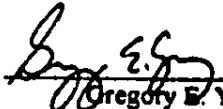
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507,
FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY
COMPANY SUBMITS THE FOLLOWING STATEMENT OF
DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN
THE STATE OF FLORIDA.**

1. The name of the limited liability company is 1650 Dunlawton Avenue, L.C.
2. The name and address of the registered agent and office is:

Gregory E. Young
Edwards & Angell
250 Royal Palm Way, Suite 300
Palm Beach, Florida 33480

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 as registered agent.



Gregory E. Young

16 December 1996

(Date)

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1/03/97

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EDWARDS & ANGELL

ACCT#: 075410001517

CONTACT: REBECCA F BLACK

PHONE: (407)833-7700

FAX #: (407)655-2719

NAME: 1650 DUNLAWTON AVENUE, L.C.

AUDIT NUMBER.....H97000000121

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0 PAGES..... 1

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EST.CHARGE.. \$87.50

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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

**FILED
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TALLAHASSEE, FLORIDA**

1650 DUNLAWTON AVENUE, L.C.

Pursuant to the provisions of Section 608.411 of the Florida Business Corporation Act, the undersigned limited liability company adopts the following Certificate of Amendment to its Articles of Organization:

First: The name of the limited liability company is 1650 Dunlawton Avenue, L.C. (the "Company").

Second: The following provision of the Articles of Organization of the Company filed with the Secretary of State on December 17, 1996 is hereby amended as follows:

Article IV of the Articles of Organization of the Company is hereby deleted in its entirety and is amended to read as follows:

"ARTICLE IV. MANAGEMENT

The limited liability company is to be managed by the members and the name and address of the managing member is:

**1650 Dunlawton Avenue, Inc.
i/c/o Hohl & Partners, Inc.
Sixty State Street, Suite 700
Boston, Massachusetts 02109
Attn: Mark S. Scott, Esq."**

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment to the Articles of Organization as of the 2nd day of January, 1997, and does hereby certify that the facts stated therein are true and correct.

1650 Dunlawton Avenue, Inc., Managing Member

FAX AUDIT #H97000000121
Gregory E. Young
Florida Bar #876800
Edwards & Angell
250 Royal Palm Way
Palm Beach FL 33480
561-833-7700

By: 
Its: Secretary