

DEC-19-96 THU 5: PM

19600001322

TERESA96

5:56 PM PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

((H96000017840 5))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FILINGS, INC.

CONTACT: TERESA ROMAN PHONE: (904)385-6735

ACCT#: 072720000101

FAX #:

NAME: TWILIGHT PROPERTIES, L.L.C. AUDIT NUMBER.....H96000017840 DOC
TYPE.....LIMITED LIABILITY COMPANY CERT. OF STATUS..0
PAGES..... 5 CERT. COPIES.....1 DEL.METHOD.. FAX EST.CHARGE..
\$337.50 NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

M624

RECEIVED
56 DEC 20 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
96 DEC 20 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12-20-96
JF

DEC-19-96 THU 5:05 PM

H96000017840

**ARTICLES OF ORGANISATION
of
TWILIGHT PROPERTIES, L.L.C.**

96 DEC 20
FILED
9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for purposes of organizing a limited liability company in accordance with the Florida Limited Liability Company Act, do hereby state the following:

ARTICLE I. NAME

The name of the limited liability company shall be TWILIGHT PROPERTIES, L.L.C.

ARTICLE II. DURATION

The period of the Company's duration is twenty (20) years from the date of filing the Articles of Organisation with the Florida Secretary of State, unless sooner dissolved by the members, unless extended by its members, or as provided by statute.

ARTICLE III. PURPOSE

The purpose for which the Company has been formed is to engage in any lawful act, activity or business not contrary to and for which a limited liability company may be formed under the laws of the State of Florida, and to have and exercise all powers, rights, and privileges conferred by the laws of Florida on limited liability companies, including but not limited to the performance of services, buying, leasing or otherwise acquiring and holding, using or enjoying and selling, leasing or otherwise disposing of any interest in any property, real or personal, tangible or intangible, of whatever nature and wheresoever situated, and buying, selling and holding stocks, bonds, or any other security of any issuer as the Company may, at that time and from time to time, deem advisable.

ARTICLE IV. OFFICE ADDRESS

The mailing address and street address of the registered office of the Limited Liability Company shall be:

4135 N.W. 53rd Street
Boca Raton, FL 33496

This document prepared by:

W. ADAM BARKER, ESQUIRE
Florida Bar No. 844737
KLE, BARKER, SALMON & CHRISTEN
4800 North Federal Highway, #2002
Boca Raton, Florida 33431
561-368-8800

H96000017840

H960000/7840

ARTICLE V. MANAGEMENT

The business of the Company will be conducted under the exclusive management of its members who will vote according to their proportionate interest in the Company and shall have exclusive authority to act for the Company in all matters. The members' names and addresses are:

Worbert Grumet

4135 N.W. 53rd Street
Boca Raton, FL 33496

Annetta Grumet

4135 N.W. 53rd Street
Boca Raton, FL 33496

ARTICLE VI. ADMISSION OF ADDITIONAL MEMBERS

The Company has two (2) or more members. Additional members may be admitted only upon the unanimous consent of the existing members.

ARTICLE VII. CONTINUITY

This Company shall dissolve upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in this Company.

IN WITNESS WHEREOF, we have hereunto subscribed our names to this Articles of Organization on this 17 day of December, 1996.

Worbert Grumet
WORBERT GRUMET

Annetta Grumet
ANNETTA GRUMET

H960000/7840

DEC-19-96 THU 5:06 PM

H96000017840

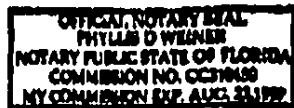
STATE OF FLORIDA)
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared ROBERT GRUMET and ANNETTA GRUMET, who are

() are personally known to me, or
() have produced the driver's license as identification.

and who executed the foregoing instrument and acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 17 day of December, 1996.



Phyllis O. Weiner
Notary Public
State of Florida at Large
My Commission Expires:

H96000017840

DEC-19-96 THU 5:06 PM

P. 5

H96000017840

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 606.415 OR 606.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

1. The name of the limited liability company is TWILIGHT PROPERTIES, L.L.C.

2. The name of the registered office and agent is

**NORBERT GRUMET
4135 N.W. 53rd Street
Boca Raton, FL 33496**

Having been named the statutory 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.


**NORBERT GRUMET,
REGISTERED AGENT**

H96000017840

DEC-19-96 THU 5:07 PM

P. 8

H960000/7840

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

The undersigned members of TWILIGHT PROPERTIES, L.L.C., depose and say:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the members is \$300,000.00.
3. If any, the agreed value of property other than cash contributed by the members is \$_____. A description of the property is attached and made a part hereof.
4. The total amount of cash or property anticipated to be contributed by the members is \$300,000. This total includes amounts from 2. and 3. above.

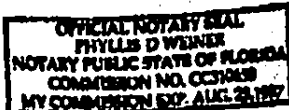
Norbert Grumet
NORBERT GRUMET

Annetta Grumet
ANNETTA GRUMET

Sworn to and subscribed before me this 17 day of December 1996, by NORBERT GRUMET and ANNETTA GRUMET, who
[] are personally known to me, or
[x] have produced Florida Driver's License as identification.

Phyllis D. Weiner
Notary Public, State of Florida

My Commission Expires:



H960000/7840