

L98000001158

7/21/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

1:54 PM

(((H98000013490 1)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: GUNSTER, YOAKLEY, ETAL. (WEST PALM BEACH)
076117000420

ACCT#:

CONTACT: ROSE CARBONE

PHONE: (561)650-0726

FAX #: (561)655-5677

NAME: WARREN STABLES LLC

AUDIT NUMBER.....H98000013490

DOC TYPE.....LIMITED LIABILITY COMPANY

CERT. OF STATUS..0 PAGES..... 4

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. **

ENTER SELECTION AND <CR>:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 21 PM 3:44

Name	
Availability	<i>MTH</i>
Document Examiner	<i>MTH</i>
Updater	<i>MTH</i>
Updater Verifyer	<i>MTH</i>
Acknowledgement	<i>MTH</i>
W. P. Verifyer	<i>MTH</i>

891-890

DIVISION OF CORPORATIONS

98 JUL 21 PM 3:31

RECEIVED

H98000013490

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE 1 - Name:

The name of the Limited Liability Company is:

"Warren Stables LLC"

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

c/o Warren International Corp.
303 East 51st Street
New York, New York 10022

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

50 years from the date of formation

ARTICLE IV - Management:

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

Robert M. Warren
c/o Warren International Corp.
303 East 51st Street
New York, New York 10022

Kenneth M. Hart, Esq.
FL BAR # 0150369
Gunster, Yoakley, Valdes-Fauli
& Stewart, P.A.
777 S. Flagler Dr., Suite 500 East
West Palm Beach, FL 33401
(561) 655-1980

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 21 PM 3:44

H98000013490

ARTICLE V - Registered Agent/Address

The name and address of the registered agent is:

Valdes-Fauli Corporate Services, Inc.
777 South Flagler Drive
Suite 500 East Tower
West Palm Beach, Florida 33401

ARTICLE VI - Additional Members

Additional members may be admitted to the limited liability company upon the written consent of the member.

ARTICLE VII - Continuation of business

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members may, upon written consent of each of the members, elect to continue the business.

Dated: June 30, 1998


Robert M. Warren, Managing Member

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 21 PM 3:44

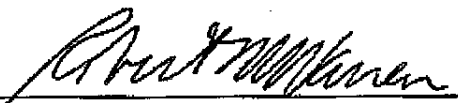
H98000013490

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Warren Stables LLC deposes and says:

- 1) The above named limited liability company has one member.
- 2) The total amount of cash contributed by the member is \$20,000.
- 3) If any, the agreed value of property other than the cash contributed by the member is \$250,000. 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 the member is \$270,000. This total includes amounts from 2 and 3 above.

Dated: June 30, 1998


 Robert M. Warren, Managing Member
 (In accordance with section 608.403(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that facts stated herein are true.)

352408.1

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 98 JUL 21 PM 3:44

H98000013490

The North 439.66 Feet of Tract 34 and that portion of the North 439.66 Feet of Tract 33, Block 28, lying west of the west right-of-way line of Florida's Turnpike, PALM BEACH FARMS COMPANY PLAT NO. 3, according to the plat thereof on file in the Office of the Clerk of the Circuit Court in and for Palm Beach County, Florida, recorded in Plat Book 2, pages 45 through 54, inclusive

Folio number: 00-42-43-27-05-028-0331

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 21 PM 3:44