



THE UNITED STATES
CORPORATION
COMPANY

L98000001199

FILED
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DIVISION OF CORPORATIONS
98 JUL 24 PM 1:25

ACCOUNT NO. : 072100000032

REFERENCE : 903787 6099A

AUTHORIZATION : Patricia Project

COST LIMIT : ~~\$ 336.25~~

ORDER DATE : July 24, 1998 ~~\$ 336.25~~

ORDER TIME : 11:29 AM

ORDER NO. : 903787-005

CUSTOMER NO: 6099A

CUSTOMER: Ms. Laraine C. Charbonneau
MOYLE FLANIGAN KATZ FITZGERALD
& SHEEHAN
P. O. Box 3888

West Palm Beach, FL 33402

DOMESTIC FILING

NAME: 2000 PBL GEN-PAR, L.L.C.

EFFECTIVE DATE:

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XX ARTICLES OF ORGANIZATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Abby Capaz

EXAMINER'S INITIALS: _____

B/K 7/24/98

**ARTICLES OF ORGANIZATION
OF
2000 PBL GEN-PAR, L.L.C.**

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The undersigned hereby forms and establishes a limited liability company under the laws of the State of Florida.

ARTICLE I

The name of this limited liability company is 2000 PBL GEN-PAR, L.L.C. ("Company").

ARTICLE II

This limited liability company shall have the perpetual existence from the date of filing these Articles with the Department of State unless sooner terminated by law.

ARTICLE III

The mailing address and street address of the principal place of business of the Company is 2000 Palm Beach Lakes Blvd., Suite 301, West Palm Beach, Florida 33409. The Company may at its discretion, at any time, change the address of its principal place of business.

ARTICLE IV

The name and street address of the initial registered agent of this Company is Wilton L. White, Esquire, 625 North Flagler Drive, 9th Floor, West Palm Beach, Florida, 33401.

ARTICLE V

P9500078529

Except as provided in the Regulations of the Company, the management of this Company shall be vested in a manager who shall serve until the first annual meeting of the members or until their successor has been duly elected. The name and mailing address of the manager ("Manager") is as follows: Florida Realty Investments, Inc., a Florida corporation, whose address is 2000 Palm Beach Lakes Blvd., Suite 301, West Palm Beach, Florida 33409.

ARTICLE VI

Additional members may be admitted to this Company upon such terms and conditions as may be established by the Manager.

ARTICLE VII

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The business of this Company shall be dissolved on 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, unless all the managers and a majority in interest of the remaining members consent to the continuation of the business of the Company within ninety days of the occurrence of any event which would otherwise terminate the existence of this Company

ARTICLE VIII

The power to adapt, alter, amend or repeal the regulations of the Company shall be vested in the Manager. Regulations adopted by the Manager may be repealed or altered, new regulations may be adopted by the Manager and the Manager may prescribe that such regulations may not be altered, amended or repealed

ARTICLE IX

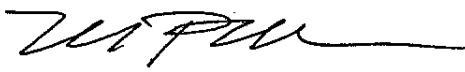
Any action of the members may be taken without a meeting and consent in writing setting forth the action so taken shall be signed by all members who will be entitled to vote upon such action at a meeting and filed with the Manager as part of the Company's records.

ARTICLE X

The purpose for which this Company is organized is limited solely to: (i) owning and holding the general partner interest in and acting as the general partner of 2000 PBL VENTURE, LTD., a Florida limited partnership (the "Partnership"), and (ii) to transact any and all lawful business for which a limited liability company may be organized under the laws of the State of Florida that is incident and necessary and appropriate to the foregoing.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 23rd day of July, 1998.

Managing Member
FLORIDA REALTY INVESTMENTS, INC.,
a Florida corporation

By: 
Michael P. McCloskey, President

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STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 23rd day of July, 1998, by Michael P. McCloskey, the President of FLORIDA REALTY INVESTMENTS, INC., a Florida corporation and the Managing Member of 2000 PBL GEN-PAR, L.L.C., who is personally known to me, OR has produced _____ as identification.

(NOTARY STAMP)



Candace Buist
My Commission CC658621
Expires June 24, 2001

Candace Buist
Notary Name: CANDACE BUIST
Notary Public
Serial (Commission) Number
(If any) CC658621

I am familiar with and hereby acknowledge and accept the obligations of the Registered Agent for 2000 PBL GEN-PAR, L.L.C.

Wilton L. White, Esquire
Registered Agent