

L99000001122

LAW OFFICES OF
JOHN LENOX MCDONALD, P.A.
2875 South Ocean Boulevard
Palm Beach, Florida 33480

TELEPHONE 561-533-5000
EMAIL: JOHNLENOX@AOL.COM
TELEFAX 561-582-6888

February 4, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: DLD Associates, L.C.


Dear Sir:

Enclosed are the following documents for filing:

1. Articles of Organization - One original and one conformed copy for filing.
2. Check for \$337.50 representing the filing, Acceptance of Registered Agent and certified copy fees.

Please return the articles and certified copy to me.

Sincerely,


Jack McDonald
JLM/k
enclosures

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****337.50 ****337.50

Name	215199
Availability	dec
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Ackno. Returnment	DCC
W. P. Verifier	DCC

~~① continuation of property~~

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99 MAR -1 AM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L99000001122

W990000003828

LAW OFFICES OF
JOHN LENOX MCDONALD, P.A.

2875 South Ocean Boulevard
Palm Beach, Florida 33480

TELEPHONE 561-533-5000
EMAIL: JOHNLENOX@AOL.COM
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February 23, 1999

Diane Cushing, Corporate Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Letter Number 699A00006741 - DLD Associates, L.C.

Dear Ms. Cushing:

Enclosed are the Affidavits of Membership and Contributions with the attached property descriptions.

Sincerely,



Jack McDonald
JLM/ak
enclosures



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 15, 1999

JACK MCDONALD
C/O JOHN LENOX MCDONALD, P.A.
2875 SOUTH OCEAN BLVD
PALM BEACH, FL 33480

SUBJECT: DLD ASSOCIATES, L.C.
Ref. Number: W99000003828

We have received your document for DLD ASSOCIATES, L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

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 (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 699A00006741

ARTICLES OF ORGANIZATION
OF
DLD Associates, L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be DLD Associates, L.C. ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be 256 Ridgeview Road, Palm Beach, Florida 33480

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall terminate not later than April 1, 2050, unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is JACK MCDONALD, ESQUIRE, 2875 South Ocean Boulevard, Palm Beach, FL 33480

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A."

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

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ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there is at least one remaining member.

ARTICLE IX -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are

NAME

ADDRESS

Lawrence D. Dunst

256 Ridgeview Road, Palm Beach, FL

Diane G. Dunst

256 Ridgeview Road, Palm Beach, FL

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at New York, New York, on this 2 day of FEBRUARY, 1999.

Lawrence D. Dunst
Lawrence D. Dunst

Diane G. Dunst
Diane G. Dunst

STATE OF NEW YORK
COUNTY OF

Sworn to (or affirmed) and subscribed before me this 2 day of FEBRUARY, 1999, by

Pamela Walsh
Notary Public -- State of New York

PAMELA WALSH
Notary Public, State of New York
No. 01WA5055806
Qualified in Queens County
Commission Expires Feb. 20, 2000

Print, Type, or Stamp
Commissioned Name of Notary Public

Personally Known OR Produced Identification

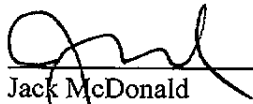
Type of Identification Produced

(SEAL)

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of DLD Associates, L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.



Jack McDonald
Registered Agent

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TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of DLD Associates, L.C.,
deposes and says:

1. The above named limited liability company has at least one member.
2. The total amount of cash contributed by the member(s) is \$ 66,000 -.
3. If any, the agreed value of property other than cash contributed by member(s) is \$ 104,000 -. 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 members(s) is \$ 170,000 -.
This total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER

Dated: 2/2/99

Lawrence D. Dunst
Lawrence D. Dunst

STATE OF NEW YORK
COUNTY OF NY

Sworn to (or affirmed) and subscribed before me this 2 day of FEBRUARY 1999, by

Pamela Walsh
Notary Public -- State of New York

PAMELA WALSH
Notary Public, State of New York
No. 01WA5055806
Qualified in Queens County
Commission Expires Feb. 29, 2000

Print, Type or Stamp
Commissioned Name of Notary Public

Personally Known OR Produced Identification

Type of Identification Produced _____

(SEAL)

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TALLAHASSEE, FLORIDA

PROPERTY DESCRIPTION

Interest in a Single Family Dwelling located at 256 Ridgeview Road, Palm Beach, FL
33480

Legally described as: Lots 99 & 100, Mark Rafalsky Tract, 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 11, Page 51.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA