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ATTORNEYS AT LAW

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OF COUNSEL:
ROBERT MARC SCHWARTZ, P.A.
Florida Bar Board Certified Real Estate Lawyer

October 27, 1999

Florida Department of State
490 East Gaines Street
Tallahassee, FL 32399

Re: Pineapple Way Holding, L.C.
Our File No. RADR013

700003028407--2
-10/28/99--01076--005
***155.00 ***155.00

Ladies and Gentlemen:

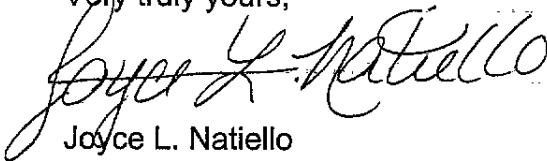
Enclosed please find the following:

1. One original and one copy of Articles of Organization for the above referenced limited liability company; and
2. Check number 1234 in the amount of \$155.00 representing the fee for this filing.

Please date stamp the copy and return it to us in the enclosed self addressed stamped enveloped.

Should you have any questions, please do not hesitate in calling.

Very truly yours,



Joyce L. Natiello
Assistant to Carole Aronson

jln
enclosures

cc: Renee Christiansen (w/enclosures)
O:\RADR013\secretary of state o27.wpd

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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11-1-99

ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY

ARTICLE I - Name

The name of the Limited Liability Company is:

PINEAPPLE WAY HOLDING, L.C.

ARTICLE II - Address

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

Street Address:

352 N.E. 3rd Avenue
Delray Beach, Florida 33444

Mailing Address:

352 N.E. 3rd Avenue
Delray Beach, Florida 33444

ARTICLE III - Duration

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV - Management

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

Morgan Russell
1705 South Federal Highway, Suite A5
Delray Beach, Florida 33483

ARTICLE V - Admission of Additional Members

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be only upon unanimous approval of existing members.

ARTICLE VI - Members' Rights to Continue Business

The right, if given, of the remaining members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member

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TALLAHASSEE, FLORIDA

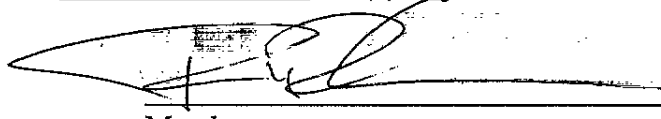
or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall be only upon unanimous consent of the remaining members.

ARTICLE VII - Registered Office

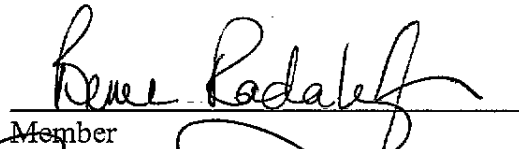
The Registered Office of the Limited Liability Company shall be 102 North Swinton Avenue, Delray Beach, Florida 33444, and the Registered Agent shall be Michael S. Weiner.

The undersigned, being the original members of the Limited Liability Company, hereby certify that the foregoing constitutes the Articles of Organization of Pineapple Way Holding, L.C.

Executed at Delray Beach, Florida on October 26, 1999.



Member



Member



Member

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

Michael S. Weiner, an individual in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Organization of Pineapple Way Holding, L.C., is familiar with and accepts the obligations of the position of Registered Agent under Article 800, Florida Statutes.



MICHAEL S. WEINER

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TALLAHASSEE, FLORIDA