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ATTORNEYS AT LAW

*Firm Established 1924*

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JOHN K. WOOLSLAIR (1908-1968)  
W. A. SHEPPARD (1898-1971)

JAY ANDREW BRETT  
JOHN F. STEWART +  
CRAIG R. HERSCH \*  
D. HUGH KINSEY, JR.  
OF COUNSEL  
JOHN W. SHEPPARD \*

\* BOARD CERTIFIED: WILLS, TRUSTS & ESTATES  
• CERTIFIED PUBLIC ACCOUNTANT (FL)  
+ ALSO ADMITTED IN IOWA

January 19, 2001

200003562952-4  
-01/22/01-01112-007  
\*\*\*\*125.00 \*\*\*\*125.00

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32301

Re: Colony Associates, L.L.C.

Dear Ladies and Gentlemen:

Accompanying this letter please find the following:

1. Articles of Organization of Colony Associates, L.L.C.;
2. Our law firm's check in the amount of \$125.00 for filing fees.  
(Filing Fee - \$100.00 with Resident Agent Fee of \$25.00).

If the Articles of Organization meet with your approval, we will appreciate your executing and sending to the undersigned a Certificate of Organization.

Thank you for your assistance and courtesies.

Sincerely yours,

*John F. Stewart*  
JOHN F. STEWART  
(Not read but sent to avoid delay)

FILED  
00 JAN 22 AM 11:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

mtu  
1/23

JFS/kev

Enclosures

cc: Mr. William L. Pritchard (w/o enc.)

**ARTICLES OF ORGANIZATION**  
**OF**  
**COLONY ASSOCIATES, L.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 Colony Associates, L.L.C. ("Company"). The mailing and street address principal office of the Company shall be 1473 Periwinkle Way, Sanibel, FL 33957.

**ARTICLE II**  
**REGISTERED AGENT**

The initial registered agent of the Company is William L. Pritchard whose address is 1473 Periwinkle Way, Sanibel, FL 33957.

**ARTICLE III**  
**MANAGEMENT**

The Company shall be a member-managed Company. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with the law or these Articles of Organization.

**ARTICLE IV**  
**MEMBERS**

The names and addresses of the initial members of the Company are:

<u>NAME</u>	<u>ADDRESS</u>
William L. Pritchard	1473 Periwinkle Way Sanibel, FL 33957
Roger C. Pritchard	1473 Periwinkle Way Sanibel, FL 33957
Paul F. Gaeta	1473 Periwinkle Way Sanibel, FL 33957
Margareta Gaeta	1473 Periwinkle Way Sanibel, FL 33957

FILED  
00 JAN 22 AM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Ohio Group, L.L.C.

1473 Periwinkle Way  
Sanibel, FL 33957

ARTICLE V  
EFFECTIVE DATE

The Company's existence shall begin on the date these Articles are filed with and accepted by the Secretary of State (Division of Corporations), State of Florida.

IN WITNESS WHEREOF, the undersigned members have made and subscribed these Articles of Organization at Fort Myers, Florida, for the foregoing uses and purposes this 20<sup>th</sup> day of Dec, 2000.

William L. Pritchard  
William L. Pritchard

FILED  
00 JAN 22 AM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF OHIO  
COUNTY OF Clermont

The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of December, 2000, by WILLIAM L. PRITCHARD, (X) who is personally known to me or ( ) who has produced \_\_\_\_\_ as identification.

(Seal)

Billie Jo Sword  
Notary Public

**BILLIE JO SWORD**

My Commission Expires: **BILLIE JO SWORD** Printed Notary Signature

Notary Public, State of Ohio  
My Commission Expires June 12, 2005

Roger C. Pritchard  
Roger C. Pritchard

STATE OF OHIO  
COUNTY OF Columbiana

The foregoing instrument was acknowledged before me this 20th day of December, 2000, by ROGER C. PRITCHARD, (X) who is personally known to me or ( ) who has produced \_\_\_\_\_ as identification.

(Seal)

Dorie Pritchard  
Notary Public

My Commission Expires:

**DORIE PRITCHARD**  
Notary Public, State of Ohio  
My Commission Expires March 8, 2004

DORIE PRITCHARD  
Printed Notary Signature

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00 JAN 22 AM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Paul F. Gaeta  
Paul F. Gaeta

STATE OF FLORIDA  
COUNTY OF LEE


The foregoing instrument was acknowledged before me this 20 day of DECEMBER, 2000, by PAUL F. GAETA, (X) who is personally known to me or ( ) who has produced \_\_\_\_\_ as identification.

(Seal)

Gilda A. Suarez  
Notary Public

My Commission Expires:

GILDA A. SUAREZ  
Printed Notary Signature


 Gilda A Suarez  
My Commission CC752281  
Expires August 1, 2002

Margaret Gaeta  
Margareta Gaeta

STATE OF FLORIDA  
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 20 day of DECEMBER, 2000, by MARGARETA GAETA, (X) who is personally known to me or ( ) who has produced \_\_\_\_\_ as identification.

(Seal)

 Gilda A Suarez  
My Commission CC752281  
Expires August 1, 2002

Gilda A. Suarez  
Notary Public  
**GILDA A. SUAREZ**

My Commission Expires:

Printed Notary Signature

OHIO GROUP, L.L.C.

William L. Pritchard  
BY: William L. Pritchard, Member

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00 JAN 22 AM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF OHIO  
COUNTY OF Clermont

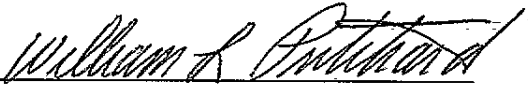
The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of December, 2000, by William L. Pritchard, Member, (X) who is personally known to me or ( ) who has produced \_\_\_\_\_ as identification.

(Seal)

Billie Jo Sword  
Notary Public  
**BILLIE JO SWORD**  
Notary Public, State of Ohio  
My Commission Expires June 12, 2005

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for Colony Associates, L.L.C., at the place designated herein, 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. I am familiar with and accept the obligations of my position as registered agent, as provided for in Chapter 608, Florida Statutes.



William L. Pritchard

Date: 12-20-00

FILED  
00 JAN 22 AM 1:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA