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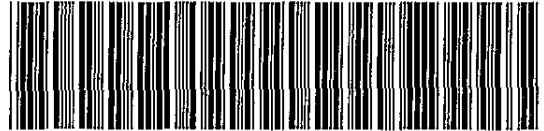
(Business Entity Name)

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 565490 7143536

AUTHORIZATION :

COST LIMIT : \$ 155.00

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

ORDER DATE : April 13, 2004

ORDER TIME : 8:57 AM

ORDER NO. : 565490-005

CUSTOMER NO: 7143536

CUSTOMER: Alyssa Sells, Esq
Sheryl A. Edwards, P.a.

Suite 720
1800 Second Street
Sarasota, FL 34236

DOMESTIC FILING

NAME: WM PROPERTIES, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 2914

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION OF

WM PROPERTIES, LLC

The undersigned certifies that we have associated ourselves together for the purposes of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be **WM PROPERTIES, LLC** and its principal office and mailing address are located at 9419 Old Hyde Park Place, Bradenton, Florida 34202, County of Manatee, State of Florida, but it shall have the power of authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

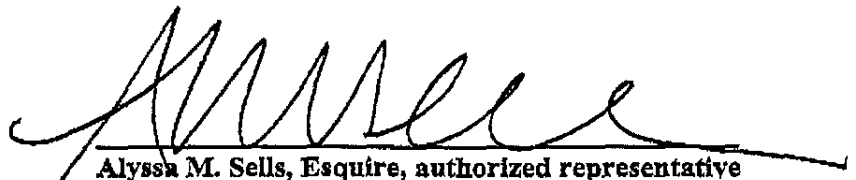
The address of the initial registered office of the limited liability company is 1800 Second Street, Suite 720, Sarasota, Florida 34236, County of Sarasota, State of Florida, and the name of the company's initial registered agent at that address is Alyssa M. Sells, Esquire.

ARTICLE III

MANAGEMENT OF BUSINESS

The company will be member managed. The initial managing members will be Michael Martella, 7636 Harrington Lane, Bradenton, Florida 34202; Kathleen Martella, 7636 Harrington Lane, Bradenton, Florida, 34202; Blair R. Waldrick, 9419 Old Hyde Park Place, Bradenton, Florida 34202; and Denise E. Waldrick, 9419 Old Hyde Park Place, Bradenton, Florida 34202 until the first annual meeting of the members or until their successors are elected and qualified.

The undersigned, certifies that this instrument constitutes the Articles of Organization of **WM PROPERTIES, LLC** and has executed these Articles of Organization on the 13th day of April, 2004.



Alyssa M. Sells, Esquire, authorized representative

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CERTIFICATE OF DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for WM PROPERTIES, LLC at the place designated in the Articles, 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, and I am familiar with and accept the obligations of my position as Registered Agent.

4/13/04
Date


Alyssa M. Sells, Esquire
Registered Agent