

03/27/2006 15:56 FAX 239 598 3499

FOWLER WHITE NAPLES

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Division of Corporations

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LLC AMND/RESTATE/CORRECT OR M/MG RESIGN

TOPPINO FAMILY VENTURES, LLC

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF CORRECTION TO THE
ARTICLES OF ORGANIZATION OF
TOPPINO FAMILY VENTURES, LLC**

I hereby file these Articles of Correction as a duly authorized member of a limited liability company formed pursuant to the Articles of Organization and the laws of the State of Florida.

The Articles of Organization for TOPPINO FAMILY VENTURES, LLC (the "Company") were filed with the Florida Secretary of State on March 17, 2006. Article IV regarding the management of the Company is incorrect.

1. The Articles of Organization of the Company are hereby corrected by deleting in its entirety the present Article IV and by substituting therefor the following:

**"ARTICLE IV
MANAGEMENT**

The Company shall be managed by one or more managers and is, therefore, a manager-managed Company. The initial managers of the Company shall be Paul E. Toppino whose address is 2315 North Rossevelt Boulevard, Key West, Florida 33040, Mary V. Solodare whose address is 4 Peacock Lane, Mendham, New Jersey 07945, and Randy W. Moore whose address is 3130 Northside Drive, Key West, Florida 33040."

IN WITNESS THEREOF, the undersigned has executed these Articles of Correction to the Articles of Organization this 27th day of March, 2006.


Aaron A. Farmer,
A duly authorized Representative

03/17/2006, 16:55 FAX 239 598 3499

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**ARTICLES OF ORGANIZATION
OF
TOPPINO FAMILY VENTURES, LLC**

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

ARTICLE I - NAME

The name of the limited liability company shall be TOPPINO FAMILY VENTURES, LLC (the "Company").

ARTICLE II - ADDRESS

The initial mailing address of the Company shall be P.O. Box 787, Key west, Florida 33041. The initial street address of the principal office of the Company shall be 46 Cypress Avenue, Key West, Florida 33040.

ARTICLE III - REGISTERED AGENT & REGISTERED OFFICE

The name and the Florida street address of the initial registered agent of the Company shall be Fowler White Boggs Banker P.A., 5811 Pelican Bay Boulevard, Suite 600, Naples, FL 34108.

ARTICLE IV - MANAGEMENT BY MANAGERS

The Company shall be manager-managed. The initial managers of the Company shall be Paul E. Toppino whose address is 2315 North Roosevelt Boulevard, Key West, Florida 33040, Mary V. Toppino whose address is 4 Peacock Lane, Mendham, New Jersey 07945, and Randy W. Moore whose address is 3130 Northside Drive, Key West, Florida 33040.

NOW THEREFORE, the undersigned has signed these Articles of Organization for the Company and acknowledged them to be his act this 17th day of March, 2006.

By: 
Aaron A. Farmer, Authorized Representative

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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FOWLER WHITE NAPLES

003/003

**CERTIFICATE OF ACCEPTANCE
OF DESIGNATION OF
REGISTERED AGENT OF
TOPPINO FAMILY VENTURES, LLC**

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Pursuant to Chapter 608, Florida Limited Liability Company Act, Fowler White, located at 5811 Pelican Bay Boulevard, Suite 600, Naples, FL 34108, having been named as registered agent to accept service of process upon TOPPINO FAMILY VENTURES, LLC, hereby accepts the appointment as registered agent, agrees to act in that capacity, and agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties as registered agent, acknowledging hereby that it is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Acceptance to be executed in Naples, Collier County, Florida on this 17 day of March, 2006.

FOWLER WHITE BOGGS BANKER P.A.

By: Aaron A. Farmer
Aaron A. Farmer

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