

**L98-1235**  
**Timothy J. Murty, P/A 35**  
Attorney At Law

1633 Periwinkle Way • Suite A • Sanibel Island • Florida 33957-4404  
941-472-1000 • Facsimile 941-472-4449

July 24, 1998

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

100002599431--9--  
-07/27/98--01083--001  
\*\*\*\*285.00 \*\*\*\*285.00

IN RE: T2 HOLDINGS FLORIDA, LLC

To Whom It May Concern:

Enclosed please find the ARTICLES OF ORGANIZATION for the above-captioned limited liability company, along with our check in the amount of \$285.00, \$250 for the filing fee and \$35.00 for the registered agent registration. Please file same and return conformed copies to me.

There is some urgency in getting this filed in time for a real estate closing and I would ask that, if possible, a faxed confirmation be sent to us once the documents are accepted.

Your attention to this request is greatly appreciated.

Very truly yours,



TIMOTHY J. MURTY  
Attorney at Law

/pjm  
Enclosures

L98-1235

Name	OK
Availability	OK
Signature	OK
Printer	OK
Date	OK
Updater	OK
Verifier	OK
Acknowledgment	OK
W. P. Verifier	OK

98 JUL 27 11 41 AM  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF  
T2 HOLDINGS FLORIDA, LLC**

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act., Chapter 608, Florida Statutes, hereby make, acknowledge and file the following Articles of Organization:

**ARTICLE ONE  
NAME**

The name of the Limited Liability Company is T2 HOLDINGS FLORIDA, LLC

**ARTICLE TWO  
ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is 5961 East 39<sup>th</sup> Avenue, Denver, Colorado 80207.

**ARTICLE THREE  
DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall terminate no later than December 31, 2028, unless the Company is earlier dissolved, as provided in these Articles of Organization.

**ARTICLE FOUR  
PURPOSES AND POWERS**

The general purpose for which the company is organized is to acquire, own, develop and manage real estate and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE FIVE  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

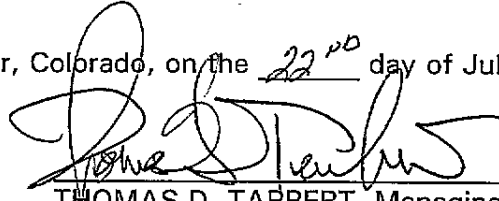
The address of the initial registered office of the Limited Liability Company is 1633 Periwinkle Way, Suite A, City of Sanibel, County of Lee, State of Florida 33957, and the name of its initial registered agent at such address is TIMOTHY J. MURTY, ESQ.

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98 JUL 27 PM 4: 25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



**IN WITNESS WHEREOF**, the undersigned, being one of the original members of the Limited Liability Company, has made and subscribed these Articles of Organization for the foregoing uses and purposes.

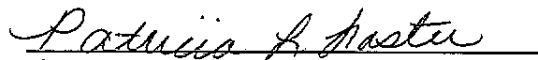
Executed by the undersigned at Denver, Colorado, on the 22<sup>nd</sup> day of July, 1998.



THOMAS D. TARBERT, Managing Partner  
T2 Holdings, LLC, a Colorado limited liability company

STATE OF COLORADO  
COUNTY OF

The foregoing instrument was acknowledged before me this 22<sup>nd</sup> day of July, 1998, by THOMAS D. TARBERT, Managing Partner of T2 HOLDINGS, LLC, a Colorado Limited Liability Company, on behalf of the limited liability company, acknowledging that the above and foregoing is true and correct and that it was executed freely and voluntarily for the purposes expressed therein. X He is personally known to me or \_\_\_\_\_ He has produced the following as identification \_\_\_\_\_



Notary Public - State of Colorado  
Commission Expires: 5/28/2000  
Certificate Number:

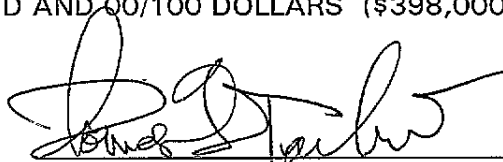
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TALLAHASSEE, FLORIDA

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

STATE OF COLORADO  
COUNTY OF


The undersigned member of T2 HOLDINGS FLORIDA, LLC deposes and says:

- 1) The above named limited liability company has at least one (1) member.
- 2) The total amount contributed by the members is THREE HUNDRED NINETY-EIGHT THOUSAND AND 00/100 DOLLARS (\$398,000.00), in real property.
- 3) The agreed value of the property contributed by the members is THREE HUNDRED NINETY-EIGHT THOUSAND AND 00/100 DOLLARS and is described at real property.
- 4) The total amount of cash or property anticipated to be contributed by members is THREE HUNDRED NINETY-EIGHT THOUSAND AND 00/100 DOLLARS (\$398,000.00).



THOMAS D. TARBERT, Managing Partner  
T2 Holdings, LLC, a Colorado limited liability company

The foregoing instrument was acknowledged before me this 22<sup>ND</sup> day of July, 1998, by THOMAS D. TARBERT, Managing Partner of T2 HOLDINGS, LLC, a Colorado Limited Liability Company, on behalf of the limited liability company, acknowledging that the above and foregoing is true and correct and that it was executed freely and voluntarily for the purposes expressed therein. X He is personally known to me or \_\_\_\_\_ He has produced the following as identification \_\_\_\_\_

  
Notary Public - State of Colorado  
Commission Expires: 5/28/2000  
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TALLAHASSEE, FLORIDA

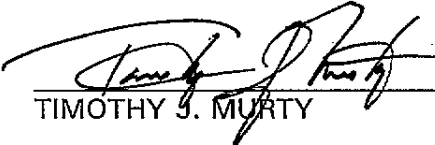
**CERTIFICATE OF DESIGNATION OF REGISTERED  
AGENT AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1, The name of the limited liability company is: T2 HOLDINGS FLORIDA, LLC.
2. The name and address of the registered agent and office is:

TIMOTHY J. MURTY, ESQ.  
1633 Periwinkle Way, Suite A  
Sanibel, Florida 33957

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in the certificate, 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.

  
TIMOTHY J. MURTY

July 23, 1998

FILED  
98 JUL 27 PM 4: 25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA