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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

June 17, 1999

CAPITAL CONNECTION, INC. 417 E. VIRGINIA STREET TALLAHASSEE, FL 32302

SUBJECT: FORE, L.L.C. Ref. Number: W99000014173

We have received your document for FORE, L.L.C. and your check(s) totaling \$346.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your limited liability company name is unavailable, pursuant to section 608.406(4), Florida Statutes. Since it is not distinguishable from the name of an existing entity. Please select a new name and make the substitution in all apprpriate places. One or more words must be added to make the name distinguishable from the one presently on file.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6913.

Diane Cushing Corporate Specialist

Letter Number: 599A00032586

ARTICLES OF ORGANIZATION OF

KTFORE, L.L.C.

The undersigned member hereby certifies that the members have associated themselves together for the purpose 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. I further declare that the following Articles shall be the charters and authority for the conduct of business of such limited liability company.

ARTICLE I Name

The name of the limited liability company shall bek-FCRE, L.L.C., (the "Company").

ARTICLE II Address of Principal Place of Business

The mailing address and street address of the principal office of the Company shall be 266 Barefoot Beach Boulevard, Unit 501, Bonita Springs, Florida 34134.

ARTICLE III Registered Agent

The name and address of the initial registered agent in the State of Florida is as follows: Naples-Lawdock, Inc., 4501 North Tamiami Trail, Suite 300, Naples, Florida 34103.

ARTICLE IV Duration

The Company shall exist until December 31, 2031, unless sooner dissolved in a manner provided by law, as herein set forth or as provided in the Operating Agreement adopted by the members.

ARTICLE V Management

The Company will be managed by a manager in accordance with the Company's operating Agreement. The name and address of the initial manager is as follows:

NAME

ADDRESS

Frank P. Kristoff

266 Barefoot Beach Boulevard, Unit 501 Bonita Springs, Florida 34134

ARTICLE VI **Membership**

The Manager shall have the right to admit new members upon making such contributions as are set out in the Operating Agreement, and otherwise complying with and agreeing to the terms and provisions of the Operating Agreement. Additional metabers and also be admitted by the affirmative vote or two-thirds of the membership.

ARTICLE VII Members' Rights to Continue Business

The existence of the Company shall continue, notwithstanding the death, bankruptoy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company.

Executed by the undersigned member at Naples, Florida, on the 16 day of 1999.

266 Barefoot Beach Boulevard, Unit 501

Bonita Springs, Florida 34134

State of Florida County of Collier

NOTARY SEAL

PAMELA S. HOUGH MY COMMISSION # CC 668121 EXPIRES: July 31, 2001 Bonded Thru Notary Public Underwriters

-2-

CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING FLORIDA THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OFFICE/REGISTERED AGENT A

The name of the initial registered agent of the limited liability company is Naples-Lawdock, Inc., and the address of the office of the registered agent is 4501 North Tamiami Trail, Suite 300, Naples, Florida 34103.

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that 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.

NAPLES-LAWDOCK, TNC., a Florida corporation

Leo J. Salvaton, as Vice President

Date: June 16, 1999

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF

K-FORE, L.L.C.

Before me, the undersigned authority, personally appeared Frank P. Kristoff, a Merfiber of K-FORE, L.L.C., who, being first duly sworn deposes and says:

- 1. That the limited liability company known as K-FORE, L.L.C. has at least one ?
- 2. The total amount of cash contributed by members of K-FORE, L.L.C. is as follows:

Frank P. Kristoff and Suzanne Kristoff, husband and wife:

\$50,000.00

Mark S. Kirstoff:

\$25,000.00

Karen G. Murray:

\$25,000.00

3. The total of cash and property anticipated to be contributed by members is One Hundred Thousand DOLLARS (\$ 100,000.00).

Further, Affiant sayeth naught.

Frank P. Kristoff

State of Florida County of Collier

This foregoing instrument was acknowledged before me this 16 day of 1999, by Frank P. Kristoff who is personally known to me.

NOTARY SEAL

Notary Public Frint name below:

My commission expires:

-

PAMELA S. HOUGH
MY COMMISSION # CC 668121
EXPIRES: July 31, 2001
Bonded Thru Notary Public Underwriters