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Esperti Peterson

Renno L. Peterson, P.A.

A National Estate Planning Law Firm & Partnership of Professional Corporations

July 1, 1999

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Secretary of State's Office
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Re: PAJAMAS, LLC and GRASSHOPPER, LLC

Gentlemen:

Enclosed for filing with your office are the following documents:

- Articles of Organization of Pajamas, LLC together with a check in the amount of \$285, which includes the filing fee for the Articles and the Registration of the Agent for the LLC
- Articles of Organization of Grasshopper, LLC together with a check in the amount of \$285, which includes the filing fee for the Articles and the Registration of the Agent for the LLC

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Please return a filed copy of each document to this office in the stamped, self-addressed envelope provided for your convenience. Thank you.

Very truly yours,

RENNO L. PETERSON, P.A.
Renno L. Peterson
Renno L. Peterson

mab
Enclosures

One Sarasota Tower, Suite 606
Two North Tamiami Trail
Sarasota, Florida 34236
Tel: (941) 365-4819 Fax: (941) 366-5347

**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is: GRASSHOPPER, LLC.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

845 Tropical Circle
Sarasota, Florida 34242

ARTICLE III: - Duration:

The period of duration for the Limited Liability Company shall be: 30 years.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by a manager and the name and address of such manager who is to serve as manager is:

Philip M. Lascelle, Operating Manager
845 Tropical Circle
Sarasota, Florida 34242

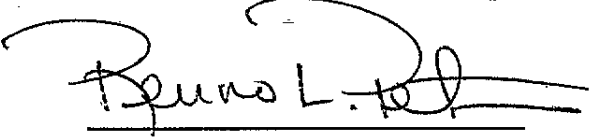
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Grasshopper, LLC deposes and says:

- 1) the above-named limited liability company has two members.
- 2) the total amount of cash contributed by the member(s) is \$10,000.
- 3) the agreed value of property other than cash contributed by member(s) is \$480,338. The property contributed is an office building located at 2020 S. Tamiami Trail, Sarasota, Florida.

- 4) the amount of cash or property anticipated to be contributed by member(s) is \$490,338. This total includes amounts from 2 and 3 above.


Renno L. Peterson
(Signature of a member or authorized representative of a member.)

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

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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

1. The name of the limited liability company is: Grasshopper, LLC.
2. The name and address of the registered agent and office is:

Renno L. Peterson
2 N. Tamiami Trail, Suite 606
Sarasota, Florida 34236

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 this capacity. I further agree to comply with the provisions of all statutes related to the property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Renno L. Peterson

July 1, 1999

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