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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : QUARLES & BRADY LLP
Account Number : I20000000067
Phone : (941) 262-5959
Fax Number : (941) 434-4999

LIMITED LIABILITY COMPANY

24K Realty, L.C.

02 MAY -2 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
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Certificate of Status	1
Certified Copy	1
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**ARTICLES OF ORGANIZATION OF
24K REALTY, L.C.**

The undersigned member hereby certifies that the members have associated themselves together for the purpose of becoming a liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of liability companies for profit. I further declare that the following Articles shall be the Charter and authority for the conduct of business of such liability company.

ARTICLE I**NAME**

The name of the liability company shall be 24K REALTY, L.C., (the "Company").

ARTICLE II**ADDRESS OF PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of this Company shall be 3635 Bonita Beach Road, Suite 4, 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 Tamiami Trail N., Suite 300, Naples, Florida 34103.

PA1000071504

ARTICLE IV**DURATION**

This Company shall exist until December 31, 2052, 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**

Sue H. Walton

3635 Bonita Beach Road
Suite 4
Bonita Springs, FL 34134

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ARTICLE VI

MEMBERSHIP

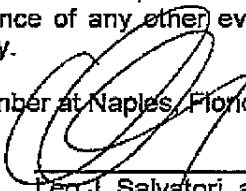
The Manager shall have the right to admit members upon making such contributions as are set out in the Operating Agreement, and otherwise complying with and agreeing to the terms and provisions of the Operating Agreement. Additional members may also be admitted by the affirmative vote or two-thirds of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

ARTICLE VII

MEMBERS' RIGHTS TO CONTINUE BUSINESS

The existence of the Company shall continue, notwithstanding the death, bankruptcy, 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 2nd day of May, 2002.



Leo J. Salvatori, as authorized agent and
attorney-in-fact for
Sue H. Walton
3635 Bonita Beach Road, Suite 4
Bonita Springs, FL 34134

State of Florida
County of Collier

This foregoing instrument was acknowledged before me this 2nd day of May, 2002 by
Leo J. Salvatori, as authorized agent and attorney-in-fact for Sue H. Walton. He is personally
known to me.



NOTARY PUBLIC



Debra K Blackwell
My Commission DD052784
Expires August 28, 2005

TYPED, PRINTED OR STAMPED NAME OF NOTARY
MY COMMISSION EXPIRES: _____

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

PURSUANT TO THE PROVISIONS OF §608.415, FLORIDA STATUTES, THE UNDERSIGNED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

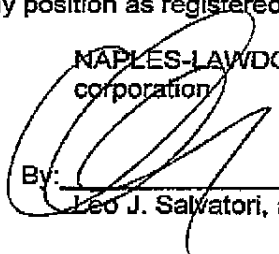
The name of the liability company is **24K REALTY, L.C.**

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

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated 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, INC., a Florida
corporation

By: 
Leo J. Salvatori, as Vice President

Date: May 2, 2002

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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