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ACCOUNT NO. : 072100000032

REFERENCE : 551276 7103152

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 125.00

ORDER DATE : January 13, 2000

ORDER TIME : 12:28 PM

ORDER NO. : 551276-005

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CUSTOMER NO: 7103152

CUSTOMER: Vicki L. Grother, Legal Asst
GOODLETTE COLEMAN & JOHNSON,
GOODLETTE COLEMAN & JOHNSON,
Suite 300
4001 Tamiami Trail North
Naples, FL 34103

DOMESTIC FILING

NAME: REAL ESTATE OFFICE TECHNOLOGY,
L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

00 JAN 13 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
00 JAN 13 PM 1:47
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

1-13-00

**ARTICLES OF ORGANIZATION
OF
REAL ESTATE OFFICE TECHNOLOGY, L.L.C.**

The undersigned, being the sole initial members of a limited liability company to be organized under the Florida Limited Liability Company Act, adopts and submits the following Articles of organization for such limited liability company:

**ARTICLE I
NAME**

The name of the limited liability company (the "Company") shall be **REAL ESTATE OFFICE TECHNOLOGY, L.L.C.**

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS**

The initial mailing address and street address of the principal office of the Company shall be **6761 Mill Run Circle, Naples, Florida 34109.**

**ARTICLE III
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered agent of the Company is **4001 Tamiami Trail North, Suite 300, Naples, Florida 34103**, and the name of the initial registered agent at such address is **Kevin R. Lottes, Esquire.**

**ARTICLE IV
ADMISSION OF MEMBERS**

The members of the Company may admit new members to the Company as more fully described in and subject to the terms, conditions and requirements set forth in the Company's Operating Agreement and Regulations. Newly admitted members shall have all the rights and privileges as set forth in the Company's Operating Agreement and Regulations.

**ARTICLE V
EFFECTIVE DATE**

The Company's effective date of existence shall begin on the date of filing.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI DURATION

The Company's duration shall be perpetual. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or any other event that would terminate the continued membership of a member in the Company, the remaining members shall have the right to unanimously agree to continue the business of the Company provided there is at least one (1) remaining member.

ARTICLE VII ADOPTION OF OPERATING AGREEMENT AND REGULATIONS

The initial Operating Agreement and Regulations of the Company shall be adopted by its initial members. The Operating Agreement and Regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

ARTICLE VIII INITIAL MATTERS

The Company will be managed by a manger or managers, who shall be designated, appointed or elected as more fully described in the Operating Agreement and Regulations. The initial number of managers of the Company shall be one (1). The number of managers may be increased in accordance with the terms of the Operating Agreement and Regulations. The name and business address who shall serve as manager until the first meeting of members and until his successor is elected and qualified is:

**Jay S. Margulies
6761 Mill Run Circle
Naples, Florida**

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AND
FILED
00 JAN 13 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned, being the sole initial members of the Company, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act has executed these Articles of Organization as of this ____ day of January, 2000.

REAL ESTATE OFFICE TECHNOLOGY, L.L.C.
a Florida limited liability company

By: _____

Jay S. Margulies, its Sole Member

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

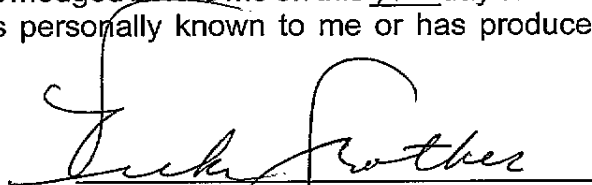
I, Kevin R. Lottes, having been duly designated to act as registered agent and to accept service of process for Real Estate Office Technology, L.L.C., a limited liability company to be organized under the Florida Limited Liability Company Act, hereby accept the appointment as registered agent and agree 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 am familiar with and accept the designations of my position as Registered Agent.



Kevin R. Lottes

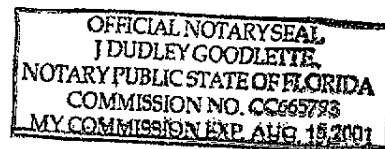
STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me on this 11th day of January 2000, by KEVIN R. LOTTES, who is personally known to me or has produced a Florida's drivers license as identification.



Notary Public
State of Florida at Large
My Commission Expires:

(Notary Seal)



00 JAN 13 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ref:Lottes.margolis.artorg.doc