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Swann & Hadley, P.A.

Attorneys and Counselors at Law

Reply to: Winter Park

Pervie P. Swann (1895-1984)

Stuart P. Buchanan
Ralph V. Hadley, III
Richard R. Swann

Of Counsel:
L. Pharr Abner

Winter Park Office:

1031 W. Morse Boulevard
Suite 160
Winter Park, Florida 32789
Telephone (407) 647-2777
Fax (407) 647-2157

Kissimmee Office:

2710 North Orange Blossom Trail
Suite 201
Kissimmee, Florida 34744
Telephone (407) 944-4333
Fax (407) 944-4336

17 April, 2000

Florida Department of State
Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

300003214453--4
-04/19/00--01048--010
****125.00 ****125.00

RE: Gates Mills, LLC

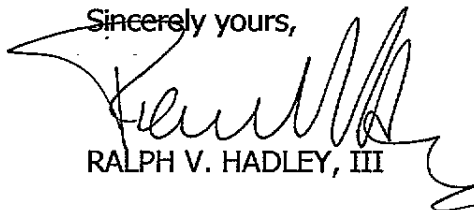
W-10663

Dear Sir or Madam:

Enclosed please find Articles or Organization and Designation of Registered Agent/Registered Office for the limited liability company, Gates Mills, LLC, and my firm's check in the amount of \$125.00. Please file same and return your letter of acknowledgment to this firm in the envelope provided.

Your cooperation in this matter is appreciated.

Sincerely yours,



RALPH V. HADLEY, III

FILED
00 MAY -2 PM 9 01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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RVH,III/pn

Enclosures



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

MAY 1 2000

April 24, 2000

SWANN & HADLEY, P.A.
1031 W. MORSE BLVD
STE 160
WINTER PARK, FL 32789

SUBJECT: GATES MILLS, LLC
Ref. Number: W00000010663

We have received your document for GATES MILLS, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 400A00022263

FILED
00 MAY -2 AM 9:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF ORGANIZATION FOR
Gates Mills, LLC**

**ARTICLE I
NAME**

The name of the Limited Liability Company is:

Gates Mills, LLC

**ARTICLE II
ADDRESS**

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

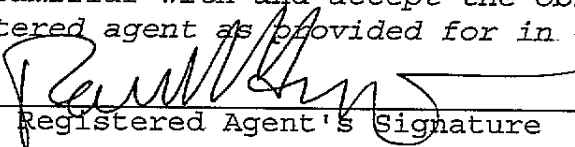
284 Park Avenue North
Winter Park, Florida 32789

**ARTICLE III
REGISTERED AGENT, REGISTERED OFFICE, & REGISTERED AGENT'S
SIGNATURE**

The name and the Florida street address of the registered agent are:

Ralph V. Hadley, III
1031 West Morse Boulevard
Suite 160
Winter Park, Florida 32789

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, 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 as provided for in Chapter 608, F.S.

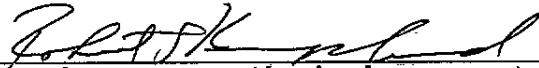

Registered Agent's Signature

00 HMs-2 M99:01
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV
MANAGEMENT (Check box if applicable)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.

(An additional article must be added if an effective date is requested)



Signature of a member or an authorized representative of a member.

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

Robert S. Kingsland
Typed or printed name of signee

00 MAY -2 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED