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August 9, 2000

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Registration Section
Division of Corporations
Secretary of State
409 Gaines Street
Tallahassee, Florida 32399

Re: Bayside Office Center, LLC


Gentlemen:

Enclosed are Articles of Organization for the above Limited Liability Company together with a copy thereof. Also included is a check in the amount of \$130.00.

Please file the Articles of Organization. In addition, please forward to me a confirmation of your filing, the copy of Articles of Organization with your time stamp, and a Certificate of Status issued by you.

Please call me if you have any questions. Thank you.

Yours truly,


Richard M. Jones

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00 AUG 14 PM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION OF BAYSIDE OFFICE CENTER, LLC

THE UNDERSIGNED SIGNATORY to these Articles of Organization, a natural person, competent to contract, hereby forms a Limited Liability Company under the laws of the State of Florida:

ARTICLE I - NAME

The name of this Limited Liability Company is:

Bayside Office Center, LLC

ARTICLE II - ADDRESS

The address of the principal office of this Limited Liability Company is:

955 Gulf Shore Boulevard North
Naples, Florida 34102

ARTICLE III - EFFECTIVE DATE

This existence of this Limited Liability Company shall commence on the date of execution of these Articles of Organization by the Signatory hereto.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV - MEMBER

The name and address of the initial and sole Member of this Limited Liability Company are:

Anthony F. LaPorta
955 Gulf Shore Boulevard North
Naples, Florida 34102

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this Limited Liability Company is:

Suite 205
850 Central Avenue
Naples, FL 34102

and the name of the initial Registered Agent of this Limited Liability Company at said address is Richard M. Jones. By execution hereof, the said Richard M. Jones hereby accepts the foregoing designation as Registered Agent for this Limited Liability Company.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI - MANAGEMENT

This Limited Liability Company shall be managed by the Member, and only the Member of this Limited Liability Company shall have the power and authority to bind this Limited Liability Company under contracts with third parties.

ARTICLE VII - PURPOSES AND POWERS

This Limited Liability Company is organized for the purpose of purchasing, selling, improving, developing, marketing and otherwise acquiring, dealing with, and disposing of real property. The powers of this Limited Liability Company shall include the transaction of any activity or business permitted under the laws of the United States and the State of Florida, and this Limited Liability Company shall have all powers granted to limited liability companies under the laws of the United States and the State of Florida.

ARTICLE VIII - INDEMNIFICATION

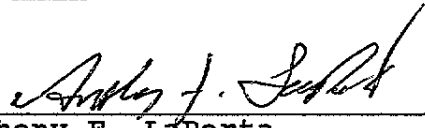
This Limited Liability Company shall indemnify any ~~member~~ of any former Member to the full extent permitted by law.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IX - AMENDMENT

This Limited Liability Company reserves the right to amend or repeal any provisions contained in these Articles of Organization or in any Amendment hereto, and any rights conferred upon the Member are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Signatory has executed these Articles of Organization on this 11th day of August 2000.


Anthony F. LaPorta

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 the foregoing Articles of Organization, 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 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, Florida Statutes.


Richard M. Jones

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RICHARD M. JONES, P.A., 163 TENTH AVENUE SOUTH, NAPLES, FLORIDA 34102