

Woodward, Pires & Lombardo, P.A.

ATTORNEYS AT LAW

LOO00000 14261

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OF COUNSEL

\*Board Certified Real  
Estate Attorney  
\*\*Board Certified City,  
County and Local  
Government Attorney  
\*\*\* Also admitted in  
Indiana and Georgia  
\*\*\*\* Also admitted in  
Pennsylvania

November 10, 2000

Via Federal Express Tracking #: 8231 8364 0193

Division of Corporations  
Florida Department of State  
409 East Gaines St.  
Tallahassee, FL 32399

400003462744--4  
-11/14/00--01037--005  
\*\*\*\*\*160.00 \*\*\*\*\*160.00

Ladies/Gentlemen:

Re: Articles of Incorporation  
Radio Flyers, LLC

Enclosed is the original and one copy of the Articles of Incorporation for the above-referenced corporation together with a check in the amount of \$160.00 representing the \$100.00 filing fee for this company, the \$25.00 Registered Agent Designation fee, \$30.00 for a Certified Copy and \$5.00 for a Certificate of Status.

After filing, please return a date-stamped copy of the Articles as well as the Certificate of Organization to our office. Should you have any questions, please do not hesitate in contacting me.

Very truly yours,

Carrie Lademan / *(Signature)*  
Carrie E. Lademan

CEL/tnn  
Enclosures as stated

LOO-14261  
*(Signature)*

Please Respond to: Pelican Bay

Pelican Bay 801 Laurel Oak Dr., Suite 710, Naples, FL 34108 (941) 566-3131 Fax (941) 566-3161  
Marco Island 606 Bald Eagle Dr., Suite 500, P.O. Box 1, Marco Island, FL 34146 (941) 394-5161 Fax (941) 642-6402

**ARTICLES OF ORGANIZATION  
RADIO FLYERS, LLC**

In order to form a limited liability company pursuant to the Florida Limited Liability Company Act, Florida Statutes § 608.401 *et seq.* (the "Act"), the undersigned hereby executes these Articles of Organization in accordance with the provisions of Section 608.407 of the Act.

ARTICLE I:  
NAME

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

ARTICLE II:  
ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 801 Laurel Oak Drive, Suite 710, Naples 34108.

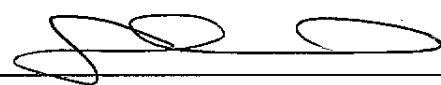
ARTICLE III:  
DURATION

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV:  
MANAGEMENT

The Limited Liability Company is to be managed by its members and the name and address of the managing member is J. Christopher Lombardo, 801 Laurel Oak Drive, Suite 710, Naples, Florida 34108.

These Articles are executed this 9<sup>th</sup> day of November, 2000, by one of the undersigned Initial Members of Radio Flyers, LLC, pursuant to the Florida Limited Liability Company Act, Florida Statute § 608.401, *et seq.* The execution of these Articles constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

  
\_\_\_\_\_  
Mark J. Woodward, Member

NOV 13 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

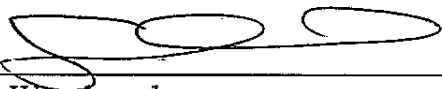
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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

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

Mark J. Woodward, Esquire  
Woodward, Pires & Lombardo, P.A.  
801 Laurel Oak Drive, Suite 710  
Naples, Florida 34108

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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position provided for in Chapter 608, Florida Statutes.

  
\_\_\_\_\_  
Mark J. Woodward

FILED  
09 NOV 13 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA