

LO1000001281

TRANSMITTAL LETTER

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

SUBJECT: DOLPHIN PROPERTIES LLC

Enclosed please find an original and two (2) copies of the Articles of Organization together with a check in the amount of \$125.00 to cover costs for the following: 1) filing fee, 2) certificate.

FILED
01 JAN 23 PM 5:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

From: Name: David J. Szempruch
Address: 4910 Tamiami Trail North
Suite 210
Naples, Florida 34103
Day Phone: (941) 261-8484

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DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FLORIDA 32314

ARTICLES OF ORGANIZATION
OF
DOLPHIN PROPERTIES LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I
NAME

The name of the limited liability company shall be: **DOLPHIN PROPERTIES LLC** ("Company")

ARTICLE II
ADDRESS

The mailing address and the street address of the principal office of the Company shall be:

**c/o Leeanne W. Graziani, Managing Member
2861 Santa Barbara Blvd.
Naples, Florida 34116**

ARTICLE III
DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these articles of organization.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company in the State of Florida is:

**David J. Szempruch, Esq.
4910 Tamiami Trail North
Suite 210
Naples, Florida 34103**

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ARTICLE V
ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer such member's interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of such member's interest approve of the proposed transfer by unanimous written consent.

ARTICLE VI
TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining member or members.

ARTICLE VII
MANAGEMENT

The Company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the Company. The 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. The name and address of the initial manager of the Company is: **Leeanne W. Graziani, Managing Member, 2861 Santa Barbara Blvd., Naples, Florida 34116.**

OR

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These 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. The names and addresses of the managing member(s) of the Company are:

Name

Address

Raul Saad

1717 N. Bayshore Drive
Unit #126
Miami, Florida 33132

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TALLAHASSEE, FLORIDA

Anthony Tomei

17391 Caloosa Trace Circle
Fort Myers, Florida 33912

Fred Brunoli

315 Hollywood Lane
Naples, Florida 34112

Ronen Graziani

2861 Santa Barbara Blvd.
Naples, Florida 34116

Leeanne Graziani

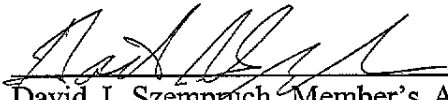
2861 Santa Barbara Blvd.
Naples, Florida 34112

Vimal Patel

5630 Copper Leaf Lane
Naples, Florida 34116

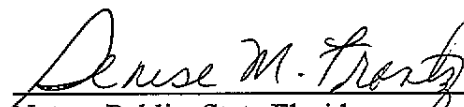

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Naples, Florida, on January 19, 2001.



David J. Szempruch, Member's Authorized
Representative

State of Florida
County of Collier

SUBSCRIBED AND SWORN TO before me on January 19, 2001, by David J. Szempruch, who is personally known to me.


Notary Public, State Florida

Printed Name

My Commission Expires:

 Denise M Frantz
My Commission CC988355
Expires January 14, 2005

CERTIFICATE OF DESIGNATION AND ACCEPTANCE
REGISTERED AGENT/REGISTERED OFFICE

DOLPHIN PROPERTIES LLC

Pursuant to §48.091 and §607.0501, Florida Statutes, the following is submitted:

DOLPHIN PROPERTIES LLC, a limited liability company, desiring to organize under the laws of the State of Florida, submits the following statement in designation of its registered office and its Registered Agent within the State of Florida.

1. The name of the limited liability company is:

DOLPHIN PROPERTIES LLC

2. The name and address of the registered agent and office are:

**David J. Szempruch, Esq.
4910 Tamiami Trail North
Suite 210
Naples, Florida 34103**

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SECRETARY OF STATE
TAMPA FLORIDA

The undersigned, being the person named in the articles of organization of DOLPHIN PROPERTIES LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and is familiar with and accepts the obligations of the position of registered agent.



David J. Szempruch, Registered Agent

Date: January 19, 2001