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LIGENSED TO PRACTICE IN FLORIDA, ILLINOIS, INDIANA & OHIO

JANE YEAGER CHEFFY, OF COUNSEL LICENSED TO PRACTICE IN FLORIDA & OHIO TELEPHONE (941) 263-1130 FAGSIMILE (941) 263-3827 TOLL FREE (888) 204-3270

April 2, 2001

Secretary of State STATE OF FLORIDA Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399 400003959404--5 -04/04/01-01089-001 \*\*\*\*\*\*87.50 \*\*\*\*\*\*87.50

WOI-7905

RE: EIGHT DIMENSIONS, L.L.C

400003959404--5 -04/18/01--01049--001 \*\*\*\*\*\*37.50 \*\*\*\*\*\*37.50

Dear Ladies:

In connection with incorporating the captioned limited liability company, enclosed are the following:

- 1. The original and one (1) copy of the Articles of Organization;
- 2. The original and one (1) copy of Affidavit;
- 3. The original and one (1) copy of Certificate of Designation of Registered Agent/Registered Office; and
- 3. Check in the amount of \$87.50 in payment of the following fees:

TOTAL	\$87.50	
Registered Agent	<u>35.00</u>	
Filing of Articles of Org. Certificate Designating	52.50	

Please file the documents and return a stamped filed copy of the articles in the self-addressed stamped envelope enclosed. If you should have any questions, please do not he sitate to contact me.

Very truly yours,

Katrina E. Nead Legal Assistant to Heather Gilchrist

Enclosure

#### FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 9, 2001

HEATHER GILCHRIST, P.A. STE 310, 2375 TAMIAMI TRAIL NORTH NAPLES, FL 34103-4439

SUBJECT: EIGHT DIMENSIONS, L.L.C. Ref. Number: W01000007905

We have received your document for EIGHT DIMENSIONS, L.L.C. and check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$37.50. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require of permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

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: 101A00020965

#### ARTICLES OF ORGANIZATION

#### OF

#### EIGHT DIMENSIONS, L.L.C..

We, the undersigned, do hereby certify that we have associated together for the purpose of forming a limited liability company under the State of Florida.

#### ARTICLE 1 Name

The name of the limited liability company shall be EIGHT DIMENSIONS, L.L.C.

### ARTICLE II Address and Place of Business

The mailing address and principal place of business for the limited liability company is:

EIGHT DIMENSIONS, L.L.C. 8960 Bay Colony Drive, Apt 403 Naples, Florida 34108

## ARTICLE III Period of Duration

The limited liability company shall begin existence on the day of filing, and shall continue into perpetuity, or until dissolved in a manner provided by law or by regulations adopted by the Members of the limited liability company.

#### ARTICLE IV Purposes

The limited liability company may engage in the transaction of any or all lawful business for which limited liability companies may be formed under the laws of the State of Florida.

## ARTICLE V Registered Office and Agent

The name and street address of the registered agent of the Company in the State of Florida is Richard J. How, 600 Fifth Avenue South, Suite 212, Naples, Florida 34102.

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#### ARTICLE VI CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A".

## ARTICLE VII Additional Capital Contributions

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members.

## ARTICLE VIII Admission of New Members

No additional members shall be admitted to the Company except with the approval of a two-thirds membership interest of the members of the Company and on such terms and conditions as shall be outlined 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 a two-thirds vote of the members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer, which votes shall be allocated in accordance with their membership interests.

## ARTICLE IX Termination of Existence

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member of manager, on the occurrence of any other event that terminates the continued membership of a member in the Company, or the passage of ten days after the disposition of substantially all of the Company's assets and no other assets are acquired, unless the business of the Company is continued by the consent of all the remaining members, provided there is at least one remaining member. Notwithstanding the above, the Company shall be dissolved upon the written consent of all the members.

## ARTICLE X 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. 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 name and address of the initial manager of the Company is Camilla G. Ridley, 8960 Bay Colony Drive, Apt 403, Naples, Florida 34108.

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articles of organization at Naples, Flo	the undersigned organizer has made and su prida, this 25 day ofACC h	bscribed these, 2001.
	Camilla G. Ridley	
personally appeared Camilla G. Ridley, who identification, to me well known to be the per acknowledged before me that they executed to	rson(s) described in and who executed the foregoin	as
ALICE A. BRADY  MY COMMISSION # CC 911731  EXPIRES: June 18, 2004  Bonded Thru Notary Public Underwriters	Notary Public - State of Florida  (Print, Type, or Stamped Commissioned Name of Notary)  Personally Known OR Produced Identification Type of Identification Produced	OI AR IT ME IL

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# EXHIBIT A TO ARTICLES OF ORGANIZATION FOR EIGHT DIMENSIONS, LLC

#### Initial Contribution:

The initial contribution to the capital of **EIGHT DIMENSIONS**, **L.L.C.**, by its members is as follows:

Member Cash

Camilla G. Ridley \$200.00

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## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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

- 1. The name of the limited liability company is Eight Dimensions, L.L.C.
- 2. The name and address of the registered agent and office is:

Richard J. How 600 Fifth Avenue South, Suite 212 Naples, Florida 34102

Dated this 3 / day of March, 2001.

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 as registered agent.

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	Richard J. How	
STATE OF FLORIDA COUNTY OF COLLIER		
personally appeared Richard J. How, who is $\underline{p}$ identification, to me well known to be the peracknowledged before me that they executed the	son(s) described in and who executed	edas
WITNESS my hand and official se	eal in the County and State last afo	_ , = :
(SEAL)	Notary Public - State of Florida	ankla.
PEGGY R. SHANKLIN MY COMMISSION # CC 960/5/7 EXPIRES: January 10, 2004 Regel Thu Notay Public Underwrite:	(Print, Type, or Stamped Commissioned Name Personally Known CR Produced Identi Type of Identification Produced	,