

Division of Corporations

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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : CUMMINGS & LOCKWOOD
Account Number : 102336001100
Phone : (941) 649-3186
Fax Number : (941) 263-0703

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LIMITED LIABILITY COMPANY

GALLERY 20c, LLC

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$155.00

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

OF

GALLERY 20c, LLC

ARTICLE I
Name

The name of this Limited Liability Company is **GALLERY 20c, LLC** (the
"Company").

ARTICLE II
Address

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

c/o
Dan E. Baer
3777 Tamiami Trail North, Suite 200
Naples, Florida 34103

ARTICLE III
Duration

The period of duration for the Company is perpetual.

ARTICLE IV
Registered Office and Agent

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

CLASP Inc.
c/o Cummings & Lockwood
3001 Tamiami Trail North, 4th Floor
Naples, Florida 34103

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

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am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

CLASP Inc.
Registered Agent


Joel H. Schechter, President

ARTICLE V
Management

The Limited Liability Company is to be managed by managing members and the names and addresses of such managing members who are to serve as managers are:

Dan E. Baer
3777 Tamiami Trail North, Suite 200
Naples, Florida 34103

Robert Edwards
793 Willow Brook Drive, #102
Naples, Florida 34108

ARTICLE VI
Limitation on Agency
Authority of Members

Pursuant to Section 608.42335, Florida Statutes, no member of the Company shall be an agent of the Company for the purpose of its business solely by virtue of being a member, and no member may bind the Company by taking any action solely by virtue of being a member.

ARTICLE VII
Written Operating Agreement

Any Operating Agreement entered into by the members of the Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members or managers of the Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, any written Operating Agreement of the Company, as amended and in existence from time to time.

Dated this 14th day of June, 2001.

By: 

Mary Beth Braunstein
Authorized Representative

(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.)